

DRAFT

BYLAWS

TEXAS LOW-LEVEL RADIOACTIVE WASTE DISPOSAL COMPACT COMMISSION

Adopted _____

ARTICLE I

DEFINITION AND SCOPE

Section One: Name

As provided by law, the organization shall be known as the Texas Low-Level Radioactive Waste Disposal Compact Commission, referred to herein as the "Commission."

Section Two: Controlling Compact Language

- (a) Because there are nonessential differences in legislative language among the authorizing statutes of the party states adopting the Texas Low-Level Radioactive Waste Disposal Compact, the Commission shall use Public Law 105-236, known as the "Texas Low-Level Radioactive Waste Disposal Compact Consent Act," as the official Compact (referred to herein as the "Compact") to be used by the Commission in carrying out its powers and duties.
- (b) The Commission will hold its meetings, maintain its records and promulgate rules in accordance with the laws of Texas unless otherwise specified in the Compact.

Section Three: Definitions

The definitions set out in Section 2.01 of the Compact are applicable to these Bylaws.

Section Four: Purpose of Bylaws

It is the purpose of these Bylaws to govern and facilitate the operations and policies of the Commission and to carry out the terms of the Compact in accordance with the provisions of the Compact. These Bylaws are supplementary to the Compact and in the event of a conflict, the Compact shall control.

ARTICLE II

ORGANIZATION

Section One: Status of Commission

The Commission is a legal entity separate and distinct from the party states and has governmental immunity to the same extent as an entity created under the authority of Article XVI, Section 59, of the Texas Constitution.

Section Two: Powers and Duties

The Commission and the members of the Commission have the powers and duties prescribed by the Compact. The members of the Commission are responsible for administering the provisions of the Compact.

Section Three: Party States and Compact Eligibility

The States of Texas and Vermont are the initial party states to the Compact. Article VII of the Compact prescribes the terms for subsequent entries into the Compact as well as withdrawals and expulsions from the Compact.

Section Four: Commission Membership

The Commission shall consist of voting members from each party state as provided in Sections 3.01 and 7.01 of the Compact. Commission members shall be appointed by the governors of a party state and shall serve terms in office as provided by the laws of each party state. One of the voting members of the Commission from Texas shall be a legal resident of Andrews County, Texas. The governor of each party state may provide an alternate for each appointed member from that state.

Section Five: Standards of Conduct for Commissioners

Members and alternates shall receive counsel and become familiar with and comply with the laws relating to ethics, standards of conduct, and conflicts of interest as set out in the laws (including the common law) of the party state from which they are appointed in addition to any related policies that may be adopted by the Commission.

ARTICLE III

VOTING

Section One: Quorum

A quorum of the Commission consists of a majority of the members. Except as otherwise provided in the Compact, an official act of the Commission must receive the affirmative vote of a majority of its members.

Section Two: Votes

Each Commission member or alternate acting in a member's absence is entitled to one vote.

Section Three: Recording of Votes

The vote on any matter before the Commission shall be taken in such a manner as to show how each Commission member voted, and a record thereof shall appear in the minutes of the meeting.

ARTICLE IV

MEETINGS

Section One: Frequency of Meetings

The Commission shall meet at least once a year and upon the call of the Chair. Such meetings shall be held at a date, time, and place designated by the Chair. Pursuant to Section 3.04(4) of the Compact, any member may call a meeting.

Section Two: Meetings to be Open

- (a) All meetings of the Commission shall be conducted and open to the public in accordance with Chapter 551, Texas Government Code.
- (b) The Commission may meet in Closed Session on a matter only if authorized by the Texas Open Meetings Act, Chapter 551, Texas Government Code.
- (c) The Commission shall provide an opportunity for members of the public to directly address the Commission on each agenda item during the Commission's discussion or consideration of the item. In this regard, the total amount of time allocated for each particular issue and each speaker shall be determined by the Chair. The Chair may exercise discretion to limit or extend time.

Section Four: Telephonic and Emergency Meetings

The Commission may hold telephonic and emergency meetings in accordance with Chapter 551, Texas Government Code.

Section Five: Meeting Notice and Public Notice List

- (a) Public notice of meetings shall be given in accordance with Chapter 551, Texas Government Code. Notice of public meetings also shall be given in the other party states in accordance with their respective statutes.
- (b) A Commission member or a designated person shall maintain a mailing list of the names and addresses of persons (the "public notice list") who have made it known to the Commission in writing that they wish to receive notice of public meetings of the Commission.
- (c) A Commission member or a designated representative shall provide written notice of meetings to Commission members and alternates and to any person whose name appears on the public notice list. The notice shall include the date, time and place of the meeting

and a specific agenda for the meeting.

Section Six: Agenda

The Commission Chair or a designated representative with final approval by the Chair shall prepare an agenda for all meetings. The agenda shall include the items of business to be transacted or discussed. Commission members may recommend items to be placed on the agenda by notifying the Chair or the designated representative at least twelve days prior to a meeting.

Section Seven: Procedures

The procedures contained in the at-the-time current edition of "Robert's Rules of Order" shall govern the Commission in all cases to which they are applicable and in which they are not inconsistent with the Compact, other laws applicable to the Commission, these Bylaws, and any special rules of order that the Commission may adopt.

Section Eight: Order of Business

The order of business at meetings shall be at the discretion of the Chair, but, in general shall be as follows:

- (a) Call to order;
- (b) Roll call, determination of quorum, and introductions;
- (c) Approval of minutes from previous meeting;
- (d) Report of the Chair;
- (e) Report of the Executive Director;
- (f) Report of committees;
- (g) Business items;
- (h) Discussion of agenda items, times and location(s) for next meeting(s); and
- (i) Adjournment.

Section Nine: Minutes, Recordings, and Records

- (a) Written minutes and recordings of all Commission meetings shall be kept by a designated representative. The designated representative shall furnish copies of the draft minutes as

soon as practicable following each meeting to each Commission member or alternate, as appropriate, for review. Final approval of minutes will occur at the next meeting of the Commission.

- (b) All Commission records shall be maintained and available to the public in accordance with Chapter 552, Texas Government Code, and shall be retained for the periods of time provided by other provisions of Texas law.

Section Ten: Committees

- (a) The Commission shall establish such standing committees as it deems necessary for the purpose of carrying out the duties of the Commission and advising the Commission on any and all matters of interest to the Commission and as may be appropriate under the terms of the Compact.
- (b) The Chair shall appoint all committee members, shall designate a Commission member or alternate as Chair of each committee, and, except for standing committees, shall establish the duration of each committee's existence.
- (c) Prior to the appointment of a committee member, the Chair may request that the candidate committee member discuss preference and knowledge or expertise for such appointment.
- (d) If a Commission member is a committee member, that person's alternate may act as a committee member including voting and the assumption of the position of committee chair in the absence of the member at a committee meeting.
- (e) Standing Committees
 - (1) Fiscal Advisory Committee. The Fiscal Advisory Committee consists of the Chair and the Vice-Chair. Its duties include developing and overseeing the execution of the annual budget as approved by the Commission and reviewing proposed budgets and amendments prior to submission to the Commission for approval.
 - (2) Personnel Advisory Committee. The Personnel Advisory Committee consists of three members: the Chair and two members appointed by the Chair. Its duties include: planning and executing performance evaluations of employed and contract staff and reporting the results back to the Commission at an annual or other appropriately-held meeting; and reviewing duties and compensation of employed and contract staff and making recommendations to the Commission for any changes at an annual or other appropriately-held meeting, taking into account the results of performance evaluations, workload, inflation and other factors deemed appropriate.
 - (3) Exportation Advisory Committee. The Exportation Advisory Committee consists of two members appointed by the Chair. Its duties include making recommendations to the Commission on export policy and procedure and performs oversight of the approval process if such is authorized by the

Commission.

- (4) Public Information Committee. The Public Information Committee consists of three members appointed by the Chair. Its duties :
 - (a) include assembling and making available to the party states and to the public information concerning low-level radioactive waste management needs, technologies, and problems;
 - (b) include making recommendations to the Commission and/or a designated representative concerning the internet site or other methods of distributing information; and
 - (c) do not include routine compliance with Public Information Requests under Chapter 552, Texas Government Code.
- (5) Legislative Committee. The Legislative Committee consists of three members: two members appointed by the Chair and the Chair. Its duties are to prepare documentation for the Legislative Appropriations Request and to respond to legislative inquiries or present testimony at legislative hearings. The Chair shall sign all official written communications to officials of the legislative and executive branches of each party state.

ARTICLE V

OFFICERS AND EMPLOYEES

Section One: Officers

The officers of the Commission shall be a Chair and Vice-Chair as appointed by the Governor of Texas.

Section Two: Chair and Vice-Chair

- (a) The duties of the Chair are to preside at all Commission meetings, appoint the membership of all committees, officially represent the Commission or appoint another person to officially represent the Commission, call Commission meetings, and perform such other duties as may normally be performed by a presiding officer.
- (b) The duties of the Vice-Chair are to perform the duties of the Chair in the event of the absence of the Chair.

Section Three: Employees and Contractors

- (a) The Commission may employ or contract for staff as necessary to carry out its duties and functions. The Commission is authorized to use to the extent practicable the services of

existing employees of the party states. Compensation shall be as determined by the Commission.

- (b) The Commission may contract with or employ specialized services for legal representation, accounting, information technology or other services as necessary.
- (c) Any persons employed by the Commission shall serve at the compensation, pleasure, and discretion of the Commission irrespective of the civil service, personnel or other merit laws of any of the party states or the federal government.

ARTICLE VI

FINANCES AND ACCOUNTING

Section One: Fiscal Year

In keeping with the laws of Texas, the fiscal year of the Commission shall begin on the first day of September and shall end on the thirty-first day of August of the following calendar year.

Section Two: Annual Budget

The Fiscal Advisory Committee with the assistance of employed or contracted staff as appropriate shall prepare a proposed annual budget which includes all anticipated sources and amounts of revenue and all anticipated expenses. The Commission shall adopt an annual budget prior to the beginning of each fiscal year. The annual budget may be amended by the Commission from time to time as necessary or appropriate to the conduct of its business. The proposed, amended or adopted annual budget shall be included in the annual report, depending on the status of the budget at the time of submission.

Section Three: Accounting Procedures

- (a) Orderly and accurate methods of accounting shall be used when handling funds received and disbursed by the Commission. The Commission's accounts shall be recorded and maintained based upon generally accepted accounting principles, including a system of internal controls to ensure the safeguarding of assets.
- (b) The Commission shall keep an accurate account of all receipts and disbursements. An annual audit of the books of the Commission shall be conducted by an independent certified public accountant, and the audit report shall be made a part of the annual report of the Commission.

Section Four: State Pro Rata Shares

Each party state will be responsible for annual payments equaling its pro rata share of the Commission's expenses, incurred for administrative, legal, and other purposes of the Commission.

Section Five: Acceptance of Donations and Grants of Money

Under conditions acceptable to it, the Commission may accept any grants, equipment, supplies, materials, or services from the federal or a state government. The nature, amount, and condition, if any, of any donation, grant, or other resources accepted pursuant to this paragraph and the identity of the donor or grantor shall be detailed in the annual report of the Commission.

Section Six: Selection of a Bank as a Depository for the Commission's Funds

The Commission shall from time to time pursuant to appropriately adopted Banking Resolutions designate such bank or banks as shall be the official depository or depositories of the Commission.

Section Seven: Responsibility for Signing Commission Checks and Drafts

- (a) All checks, drafts or other documents for the withdrawal of funds of the Commission shall be signed by two representatives of the Commission one of whom shall be the Chair or in the absence of the Chair, the Vice-Chair.
- (b) Any drafts or other documents for the withdrawal of funds of the Commission in excess of \$ _____ shall be countersigned by the Commission Vice Chair.
- (c) Endorsement of checks to be deposited to the credit of the Commission shall be by either the _____ or a person designated by the _____. The person who records the check, draft or other document in the Commission accounting records shall be a person other than the person that deposits the check. As an alternative, the person who records the check, draft or other document in the Commission accounting records shall make a photocopy of such document and file it along with a deposit receipt. In that event, that person may make the deposit.

Section Eight: Budget Adjustments

At the time of the adoption by the Commission of each annual budget, the Commission shall approve parameters within which needed budget adjustments may be approved by the Chair between meetings of the Commission.

Section Nine: Compensation of Commission Members and Alternates

In accordance with Section 3.01 of the Compact and pursuant to Texas law a commissioner or alternate is not entitled to compensation for performing the duties of commissioner but is entitled to reimbursement for actual and necessary expenses incurred in the performance of the duties of

commissioner.

Section Ten: Travel Reimbursement and Approvals

- (a) Employees on approved travel status shall be reimbursed by the Commission for actual and necessary expenses incurred in connection with the performance of their duties to include meals, lodging, transportation and other expenses.
- (b) Procedures related to the travel of contractors shall be included in their respective contracts.
- (c) Approval for travel by employees shall be made by the Chair in advance of the travel.
- (d) Approval for travel by commissioners to events other than meetings of the Commission shall be approved by majority vote of the Commission if the anticipated amount exceeds \$ _____.

Section Eleven: Audit

- (a) Within 120 days of the closing of the fiscal year, an audit shall be made of the financial records of the Commission by an independent certified public accountant selected by the Commission. The audit report shall be prepared in accordance with generally accepted accounting principles and generally accepted governmental auditing standards and shall include an evaluation of internal controls. Copies of the report shall be distributed to each Commission member and shall be made part of the annual report of the Commission.
- (b) The books and records of the Commission are subject to audit by the Texas State Auditor.

Section Twelve: Bonding

All officers and staff of the Commission who handle or have access to the funds of the Commission shall be bonded in such amounts as the Commission shall determine. The Commission may secure either a blanket or individual bond. The premium for such bond shall be paid by the Commission.

ARTICLE VII

LIABILITY AND LEGAL DEFENSE

- (a) The Commission is a legal entity separate and distinct from the party states and has governmental immunity to the same extent as an entity created under the authority of Article XVI, Section 59, of the Texas Constitution. Members of the Commission shall not be personally liable for actions taken in their official capacity.
- (b) The liabilities of the Commission shall not be deemed liabilities of the party states.
- (c) The Commission may enter into contracts to carry out its duties and authority, subject to projected resources. No contract made by the Commission shall bind a party state. The Chair shall sign all contracts. In the absence of the Chair, the Vice-Chair shall sign contracts.
- (d) These bylaws create no substantive or procedural rights. They are guidelines for the Commission's internal governance only.

ARTICLE VIII

REPORTS

The Commission shall make such Reports as may be required by the Compact or Texas law. If any party state has a reporting requirement that differs from the requirements of the Compact or Texas law, the Commission will assist the commissioners of that party state in the preparation of those reporting requirements.

ARTICLE IX

COMMUNICATIONS

Section One: Official Communications

Official written communications of the Commission shall be signed by the Chair or the Chair's designee. In the absence of the Chair, communications shall be signed by the Vice Chair of the Vice Chair's designee. Official communications shall be written on Commission letterhead.

Section Two: Reports and Publications

Official reports and publications of the Commission shall be approved by majority vote of the Commission prior to submission, publication, or distribution.

Section Three: Media Contact and Other Presentations

- (a) Any member may respond to media inquiries unless a single spokesperson on a particular matter has been designated by majority vote of the Commission. A member who provides information to the media shall provide a short, written synopsis to the Chair and other

members and the appropriate employee or contractor of the Commission, as soon as practicable after the media contact.

- (b) Any employee or contractor of the Commission shall refer media inquiries to the Chair.
- (c) The Chair may respond to media publications or other public inquiries through press release or contact with media and the public.

Section Four: Internet

The Commission shall develop and maintain an internet site to present public information regarding Commission actions, meetings and other pertinent details. The Commission shall assemble and make available to the party states and to the public information concerning low-level radioactive waste management needs, technologies, and problems and may make this information available through the internet site.

ARTICLE X

GENERAL PROVISIONS

Section One: Nondiscrimination

The Commission shall comply fully with the nondiscrimination provisions of Texas and federal law and any related rules, and regulations.

Section Two: Policies and Procedures

The Commission may adopt such other policies and procedures that are not in conflict with the Compact or these Bylaws as it deems necessary to perform its power and duties.

Section Three: Amendment of Bylaws

These Bylaws may be revised or amended by a majority vote of the Commission at any meeting.

Section Four: Promulgation of Rules

- (a) Any rules promulgated by the Commission shall be adopted in accordance with Chapter 2001, Texas Government Code.
- (b) The Certifying Official for publication of proposed or adopted rules in the Texas Register shall be the Chair. In the absence of the Chair, the Vice Chair shall be the certifying official.

Section Five: Liaison to the Texas Register

The liaison to the Texas Register shall be the Chair and/or a person designated by the Chair.

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