

Capital Area Groundwater Conservation District By-laws and Rules of Order

CAPITAL AREA GROUNDWATER CONSERVATION DISTRICT

The Capital Area Groundwater Conservation District shall be as delineated in R.S. 38:3072 and shall be governed by a board of commissioners as delineated in R.S. 38:3074.

ADMINISTRATIVE AND FISCAL YEAR

The administrative year of the Board shall run from January 1st through December 31st and the fiscal year of the Board shall be July 1st to June 30th to coincide with that of the state.

INTERPRETATION

Words in these By-laws shall be defined as follows:

1. *Board* shall mean the Board of Commissioners of the Capital Area Groundwater Conservation District.
2. *Chairman* shall mean the Chairman of the Board of Commissioners of the Capital Area Groundwater Conservation District.
3. *Commissioner* shall mean a member of the Board of Commissioners of the Capital Area Groundwater Conservation District.
4. *Commission* shall mean Board of Commissioners of the Capital Area Groundwater Conservation District who shall administer the affairs of the District.
5. *District* shall mean the Capital Area Groundwater Conservation District.
6. *Majority* vote shall mean an affirmative vote of a majority of members present at any duly held meeting at which a quorum is present.
7. *Meeting* shall mean a quorum convened to deliberate, act, or receive information on a matter within the Board's jurisdiction. It does not apply to chance meetings or social gatherings where no vote is taken, including any form of polling, and no other official action is taken. (R.S. 42:13.A(1))
8. *Quorum* shall mean a simple majority of the total membership of the Board or a committee. (R.S. 42:13.A(3))
9. *Unanimous vote* shall mean an affirmative vote of all members present at a meeting.
10. Words used in masculine or singular include the feminine or plural, depending on the context.

Chapter 1 Members and Quorum

Rule 1.1 Terms of office

1. The term of office of each Commissioner is provided for by, and shall be in compliance with, R.S. 38:3074.
2. If any Commissioner resigns or is removed before the completion of a term, the Executive Director shall notify the Governor's Office and the nominating authority to begin the process of replacing that Commissioner.

Rule 1.2 Confirmation by the Senate

Each Commissioner's name shall be submitted to the Louisiana State Senate for confirmation at the first Regular Session of the Legislature after appointment. If the Commissioner is not confirmed by Senate

during that Regular Session, he/she shall step down, and the process to appoint a replacement to serve to the end of that term will commence. A replacement Commissioner shall serve the remainder of that term of office and may be eligible for re-appointment at the end of the term.

Rule 1.3 Absences

Commissioners are expected to attend meetings of the Commission. If any Commissioner misses three Board meetings within a calendar year with no excuse deemed valid by the Chairman, the Executive Director shall notify the Governor's Office and the nominating authority to begin the process of replacing that Commissioner for the remainder of that term.

Rule 1.4 Quorum

1. A quorum of the Commission is hereby defined as a simple majority of the total membership of the Commission.
2. A quorum of any committee of the Commission is hereby defined as a majority of the total membership of the committee.

Rule 1.5 Quorum necessary to transact business

The presence of a quorum is required for the Commission or any of its committees to conduct business. Upon the observation of a lack of quorum, discussion may continue but no official action may be taken on any item. However, a smaller number of members may adjourn a meeting.

Rule 1.6 Nominations for the Commissioner nominated by the Board

For the one Board member who, pursuant to the provisions of R.S. 38:3079(A)(9), shall be nominated by members of the Board for recommendation to and appointment by the Governor, shall be voted on individually by the Board members. The name of any person who receives a majority vote of the members present and voting shall be forwarded to the Governor for consideration for his or her appointment.

Rule 1.7 Election of a Chairman of the Commission

1. At the last meeting of the current Chairman's term, nominations shall be made by members of the Board for a Chairman of the Commission. Any Commissioner whose nomination receiving a majority vote of the members present and voting shall be selected as the new Chairman.
2. The Chairman shall serve for two years unless an item is placed on the agenda to appoint a new Chairman prior to the end of the term. If the item receives a two-thirds vote of the members present and voting, nominations shall then be taken for a new Chairman. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Chairman to complete the remainder of the term.
3. In the event the Chairman resigns prior to the end of the term, nominations shall be made at the next board meeting for a new Chairman. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Chairman to complete the remainder of the term.

Rule 1.8 Election of a Vice-Chairman of the Commission

1. At the last meeting of the current Vice-Chairman's term, nominations shall be made by members of the Board for a Vice-Chairman of the Commission. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Vice-Chairman.
2. The Vice-Chairman shall serve for two years unless an item is placed on the agenda to appoint a new Vice-Chairman prior to the end of the term. If the item receives a two-thirds vote of the members present and voting, nominations shall then be taken for a new Vice-Chairman. Any Commissioner

whose nomination receives a majority vote of the members present and voting shall be selected as the new Vice-Chairman to complete the remainder of the term.

3. In the event the Vice-Chairman resigns prior to the end of the term, nominations shall be made at the next board meeting for a new Vice-Chairman. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Vice-Chairman to complete the remainder of the term.

Rule 1.9 Election of a Secretary/Treasurer of the Commission

1. At the last meeting of the current Secretary/Treasurer's term, nominations shall be made by members of the Board for a Secretary/Treasurer of the Commission. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Secretary/Treasurer.
2. The Secretary/Treasurer shall serve for two years unless an item is placed on the agenda to appoint a new Secretary/Treasurer. If the item receives a two-thirds vote of the members present and voting, nominations shall then be taken for a new Secretary/Treasurer. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Secretary/Treasurer to complete the remainder of the term.
3. In the event the Secretary/Treasurer resigns prior to the end of the term, nominations shall be made at the next board meeting for a new Secretary/Treasurer. Any Commissioner whose nomination receives a majority vote of the members present and voting shall be selected as the new Secretary/Treasurer to complete the remainder of the term.

Chapter 2 Decorum and Debate

Rule 2.1 Decorous language

Every Commissioner and attendee shall confine himself/herself to decorous language and conduct in addressing the Commission, any committee of the Commission, and each Commissioner. Any party may be excluded from any hearing, meeting, or other proceeding by the Chairman for a failure to do so and may be subject to such other just, reasonable, and lawful disciplinary action as the Board may prescribe. Such action may include the adoption of a motion to censure a Commissioner, as prescribed in Chapter 14, Rule 14.1 of these By-laws.

Rule 2.2 Recognition to address the Commission

When any Commissioner wishes to speak in debate, he/she shall raise his or her hand and wait to be recognized by the Chairman. The Chairman shall recognize Commissioners in the order in which they shall speak on that specific agenda. Members of the public shall be allowed to speak only at properly designated times within such meetings.

Rule 2.3 Points of order and information

When a Commissioner wishes to raise a point of order or a point of information, he/she shall raise their hand, state that he/she has a point of order, and then wait to be recognized by the Chairman. The Chairman shall acknowledge the Commissioner and allow for the point of order to be expressed.

Rule 2.4 Electronic Recognition

In instances where rules for recognition may not be practical, such as a meeting conducted electronically, as may be allowed from time to time by law, the Chairman will prescribe such other method for Commissioners to seek recognition in a manner consistent with the intent of this Chapter.

Chapter 3 Meetings of the Board

Rule 3.1 Scheduling and Notification of meetings

1. At the beginning of each calendar year, a written notice of the anticipated dates for Regular meetings shall be sent to all Commissioners and to any person who requests to be sent notifications from the Board and shall be placed on the District's website. Regular meetings of the Board shall be held at a minimum quarterly.
2. A written public notice of any Regular, Special, or rescheduled meeting shall be published on the District website and any official social media account maintained by the District and shall be posted on the door of the District domicile no later than twenty-four hours before the meeting. In addition, such notice shall be emailed to all Commissioners and to any person requesting notice to be sent. Such notice shall include the date, time, location, and agenda of the meeting. Notice may also be published in the official journal of the District so as to be available to readers no less than twenty-four hours before the meeting. All actions regarding meeting notification will be in conformity with the State Open Meetings Law.
3. In cases of extraordinary emergency, defined by the Open Meetings Law (R.S.42.17.A(1) and (5)), such notice shall not be required; however, the Chairman shall give notice of the meeting as he/she deems appropriate including through electronic media postings and by email to the assembled list of the Commission, as described below, in subsection 5 of this rule.
4. The official journal of the District shall be the Baton Rouge *Advocate*.
5. Upon request, the same notice provided to Commissioners shall be provided to any member of the news media or the public. A list of email addresses shall be maintained and utilized by the District Executive Director, or his/her designee, for those members of the media and the public requesting notification of meetings.
6. The Chairman shall cause a draft schedule for the next year's meetings to be developed for presentation to and adoption by the Board at the first meeting of each year.
7. A Regular meeting may be rescheduled by action of the Chairman or affirmative vote by a majority of the Commissioners.
8. A Special meeting may be called by the Chairman if he deems necessary or upon request to the Chairman by a majority of the Commissioners.

Rule 3.2 Preparation and distribution of agenda

1. No less than twenty-four hours before each Regular, Special, or rescheduled meeting, the Executive Director, or their designee, shall provide each Commissioner a notice stating the date, time, location, and agenda. Failure to send initial notice of any Regular meeting, however, shall not invalidate such meeting if said meeting is to be held at a time and place specified in the schedule adopted in accordance with Section 6 of Rule 3.1.
2. In cases of extraordinary emergency, such notice shall not be required; however, the Chairman, through the Executive Director, or his/her designee shall give notice of the meeting as is deemed appropriate and as circumstances permit including by email, posting on the Board's website, and any official social media account maintained by the District.
3. Copies of materials associated with items on the agenda shall be forwarded to the Commissioners at the same time as the agenda.
4. The Chairman in conjunction with the Executive Director shall prepare the agenda. A Commissioner may submit a written request to the Chairman to add an agenda item to the next meeting if the request is made more than two weeks in advance of the meeting and the request is in compliance with this

document. The Chairman shall add the item to the agenda of the next meeting.

5. If an item on the agenda requires an action, the item must be distributed to the members by email or place on the website three (3) days prior to the meeting, or if by mail seven (7) days prior to the meeting. Failure to distribute the item timely will make the item ineligible for consideration unless the item is approved by two-thirds of the members present and voting.

Rule 3.3 Cancellation of meetings

Whenever a meeting of the Board is cancelled following publication of a notice, a notice of cancellation shall be posted in the same manner as the notice of the meeting.

Rule 3.4 Meetings of committees

Committees shall follow the same procedures outlined above for setting of agendas, scheduling meetings, notification of meetings to the members and public, and notification of cancelled meetings.

Chapter 4 Order of Business

Rule 4.1 Order of business for Board meetings*

The Chairman shall call the meeting to order. The order of business for Board meetings shall be as follows:

1. Call to Order
2. Roll Call
3. Establishment of a Quorum
4. Invocation
5. Pledge of Allegiance
6. Recognition of Guests
7. Amendments to the Agenda
8. Approval of Minutes of Previous Meeting
9. Executive Director's Report
10. Chairman's Report
11. Administrative Committee Report
12. Technical Committee Report
13. Executive Committee Report
14. Commissioner Agenda Items
15. Old Business
16. New Business
17. Commissioner Comments
18. Announcements
19. Public Comment (non-agenda items only)
20. Adjournment

*Public Comment will be allowed for each Agenda Item requiring action prior to the vote (See Rule 4.5).

Rule 4.2 Conduct of Business

1. Robert's Rules of Order shall govern the conduct of Board meetings, except that these By-laws and Rules of Order shall control in the event of any inconsistency.
2. The presence of a quorum is required for the Commission or any of its committees to conduct business. Upon the observation of a lack of quorum, discussion may continue, but no official action may be taken

- on any item except to adjourn the meeting.
3. At Regular and at Special meetings, no business other than that set forth in the written public notice of the meeting may be considered and action taken thereon; however, consideration of other business may be approved by a unanimous vote of the members of the Board or committee who are in attendance at the meeting (See Rule 4.4).
 4. All meetings shall be video and/or audio recorded, filmed, or broadcast live.
 5. No Commissioner may be replaced by a single meeting proxy.
 6. Commissioners' terms of office shall be in accordance with R.S. 38:3074(B).
 7. Commissioners may be reimbursed for travel expenses pursuant to R.S. 38:3074(E) with prior authorization by the Chairman and a completed Travel Authorization Form and Travel Expense Form.

Rule 4.3 Vote required to change Order of Business

The order of business shall not be altered except by favorable vote of a majority of the Commissioners present.

Rule 4.4 Vote required to add to the Agenda

A unanimous vote of those present and voting shall be required to add an item to the Agenda. The vote to add an agenda item shall not occur without first giving the opportunity for public comment.

Rule 4.5 Order of business for each agenda item requiring action

For each agenda item requiring action by the Commission, the order of business shall be as follows.

1. Introduction of the item
2. Discussion of the item by the Commissioners
3. Motion and second by members of the Commission, with the allowance of substitute motions
4. Public comment on item
5. Additional discussion of the item by the Commissioners
6. Vote

Rule 4.6 Public Comment

The public is allowed the opportunity to speak, but only at the times specified in Rules 4.1 and 4.5.

Chapter 5 Committees

Rule 5.1 Establishment and appointment of committees

The Chairman may establish committees either on a standing basis or task force or panel as needed. The Chairman of the Board shall appoint the members of the committees. The Chairman shall seek to maintain a numerical balance in membership between committees. The Chairman shall solicit requests from all Commissioners for their preferred committee assignments and will attempt to make appointments to said committees based upon these preferences. The Chairman shall promptly notify Board membership of committee assignments at the first regular Board meeting of the year. Members may request at any time during the calendar year to transfer to a different committee if a vacancy in that committee occurs. It is not mandatory for a Commissioner to serve on a committee nor to serve on only one committee as determined by the Chairman.

Rule 5.2 Executive Committee

There shall be an Executive Committee consisting of the elected officers (Chairman, Vice-Chairman and Secretary/Treasurer) and the Chairman of each of the standing committees established by the Board or any other Commissioner appointed by the Chairman. The committee shall provide counsel to the staff on non-

routine matters that may arise between Commission meetings along with personnel matters. The Chairman shall appoint items to be considered by the Committee and report back to the full Board at the next regularly scheduled Board meeting the results of the Committee meeting.

Rule 5.3 Administrative Committee

There shall be an Administrative Committee appointed by the Chairman. The Committee shall provide administrative expertise and assistance to the Board. The Committee Chairman shall appoint items to be considered by the Committee and report back to the full Board at the next regularly scheduled Board meeting the results of the Committee meeting.

Rule 5.4 Technical Committee

There shall be a Technical Committee appointed by the Chairman. The committee shall provide technical expertise and assistance to the Board. The Committee Chairman shall appoint items to be considered by the Committee and report back to the full Board at the next regularly scheduled Board meeting the results of the Committee meeting.

Rule 5.5 Reports of Committees

The Chairman of each committee shall be responsible for reporting to the full Board any actions recommended by his/her Committee at the next regularly scheduled Board meeting.

Rule 5.6 Selection of officers; terms of service, filling of vacancy

1. Commissioners shall elect a Chairman, Vice-Chairman, and Secretary/Treasurer by majority vote at the last Regular meeting of each term limit. Commissioners may nominate any commissioner other than themselves to serve as an officer. New officers shall assume the duties of office at the first Regular meeting of the following calendar year.
2. The term of service as officer shall be two years. There shall be no limit on the number of terms a commissioner may serve as an officer.
3. A vacancy of office shall be filled by majority vote of the Board. The elected officer shall complete the remainder of the term.

Rule 5.7 Duties of Chairman

The Chairman shall directly perform or shall oversee the following tasks of the District:

1. Prepare the agenda for and preside at all meetings of the Board.
2. Appoint all committees and committee chairpersons.
3. At the end of each calendar year, in preparation for the coming year:
 - a. Cause officers to be nominated and elected pursuant to Section 1 of Rule 5.6.
 - b. Cause meetings to be scheduled pursuant to Section 1 of Rule 3.1.
4. Perform all other such duties as are usually required of the Chairman of corporate bodies.
5. The Chairman is a neutral referee of debate who may not propose or make motions on items, nor even vote, unless to break a tie.

Rule 5.8 Duties of Vice-Chairman

The Vice-Chairman shall perform the duties of the Chairman in case of his or her absence or disability. If a Motion to Censure the sitting Chairman is initiated, the Vice-Chairman shall become the Board representative as outlined in Rule 14.1.

Rule 5.9 Duties of Secretary/Treasurer

The Secretary/Treasurer shall perform the following tasks of the District:

1. Oversee deposits and disbursements of District funds as directed by the Board and in accordance with the By-laws.
2. Sign banking documents, including checks, as required by the office of Secretary/Treasurer at the direction of the Board and in agreement with the Executive Director.
3. Quarterly review of financial reports.
4. Attend meetings with District CPA(s) as needed to keep abreast of accounts.
5. Perform other duties incidental to the office.

Chapter 6 Staff for the Board

Rule 6.1 Employment of staff

All staff for the District shall be selected by the Executive Director at his or her sole discretion.

Rule 6.2 Executive Director

The Executive Director, under the direction of the Board, shall be responsible for the day-to-day operations of the District office as follows:

1. Ensure the proper operation of the office, including carrying out all tasks necessary to carry out the initiatives, tasks, and charges of the Board and to preserve the Board powers as described in R.S. 38:3076 et seq. Such powers include, but are not limited to, taking all necessary steps to prevent intrusion of saltwater or any other form of pollutant into any aquifer or aquifers, including the powers to operate withdrawal wells for the extraction of saltwater or water affected by any pollutant and to dispose of such water by injection or otherwise; to operate injection wells to create freshwater barriers against salt water intrusion or the intrusion of any other pollutant; and to control pumping rates by users in any area.
2. Draft an annual budget and ensure the proper implementation of the annual budget as adopted by the Board. The Executive Director shall have the authority to spend funding in accordance with the annual budget and shall strive to not exceed the budget allocations in each Category within the approved annual budget and to not exceed the total annual budget as approved by the Board.
3. Ensure the proper implementation of decisions of the Board.
4. Ensure compliance with statutory and regulatory requirements under which the Board and District must operate.
5. Conduct correspondence of the District.
6. Notify the Governor's Office and the nominating authority of the necessity of replacing a Commissioner in an expedient manner.
7. Shall have the responsibility of accomplishing all administrative duties of the District, and the Executive Director shall have the full discretion and autonomy to assign such administrative duties to the District staff members. Such duties include, but are not limited to, the following:
 - (a) Make and maintain full records of all proceedings of the District.
 - (b) Have the custody of copies of all official records and of all other papers belonging to the District.
 - (c) Give notice of the time, place, and agenda of all meetings in accordance with this document.
 - (d) Issue public notices and respond to requests for information as provided for by law.
 - (e) Perform other duties incidental to the office of the District.
8. The Executive Director shall have the ability and responsibility to hire and terminate the Commission counsel and all consultants that are contracted to work for the Commission, without the need to obtain Board approval, in order to carry out the day-to-day operations of the Commission so long as the

contracted work is reasonable and in the best interest of the Commission and the public. The payments of such contracts shall not exceed the annual budget in that category. Any contracts greater than \$50,000 per year shall require Board approval.

9. The Executive Director shall exercise sole discretion and oversight over all staffing decisions, including the hiring and termination of District staff and shall be responsible for the development and maintenance of an employee manual clearly delineating the District's personnel policies.
10. The Executive Director shall be responsible for implementing and assuring compliance with the procedures and policies of the District in regard to the construction of new wells and the upgrading of existing wells which may be required to comply with new policies and procedures.
11. The Executive Director shall prepare the agendas for the board meetings in conjunction with the Chairman and specifically provide the items for the Executive Director's report, New Business, and Old Business.
12. The Executive Director shall work in conjunction with the legislature regarding laws and rules governing the District.

Rule 6.3 Duties of the Deputy Director

The Deputy Director shall directly oversee the assignment of duties to and performance of all District staff. The Deputy Director shall follow all reasonable direction of the Executive Director and shall take over the duties of the Executive Director in case the Executive Director is unable to fulfill his/her duties upon his/her resignation.

Rule 6.4 Duties of the Administrative Assistant

The Administrative Assistant shall oversee the daily administrative operations of the District. The Administrative Assistant shall report directly to the Deputy Director and shall follow all reasonable direction of the Deputy and Executive Directors.

Chapter 7 Finances

Rule 7.1 Spending Funds

1. Upon approval of the annual budget by the Board, the Executive Director shall have the power of reasonably spending funds so long as the spending does not exceed the annual budget as approved by the Board, is reasonable, and is in the best interest of the District and the public. The Executive Director shall strive to keep spending in each category to the amount originally allocated.
2. Except as specifically authorized by the Board, all disbursements of funds of the District shall be made by check(s), credit card(s), or electronic payment(s), and all disbursements of funds of the District are to be reasonable, to be in the best interest of the District and the public, and not to exceed the annual budget as approved by the Board.
3. The Executive Director and any staff member that the Executive Director may choose shall be authorized signers for the disbursement of the District's funds in a reasonable manner.
4. The Executive Director shall notify the Chairman whenever there is an anticipated five percent or greater variance of the total annual income or in the total expenditures of the approved budget.
5. The officers of the Board, namely Chairman, Vice-Chairman, and Secretary/Treasurer, shall have the authority to direct the Executive Director to disburse the funds of the District in a reasonable manner.
6. The Executive Director is authorized to pay bills for routine operating expenses as approved in the annual budget of the District without Board approval.
7. All spending beyond the approved annual budget shall require approval by a majority vote of the Board.
8. All receipts for expenditures may be requested by Secretary/Treasurer and are to be retained by the

Executive Director or his/her designee.

9. All spending must be within the overall budget. If spending is greater than the amounts allocated to Categories within the budget, the Board must approve a budget amendment.
10. At any time, the Secretary/Treasurer of the Board may ask by written request to see a summary of the spending by the District to date. The Executive Director shall furnish such a summary to the Secretary/Treasurer within one week from the date of the written request. This summary may also be presented to the full Board at the next official meeting upon request by the Chairman.
11. The Executive Director may request to the Chairman of the Board an increase in the annual budget. When such a request is made by the Executive Director, the request shall be voted on by the Board at the next official full meeting.

Rule 7.2 Budget Development, Presentation, and Approval.

1. The Executive Director shall cause a draft budget to be developed and shall solicit comments from the Secretary/Treasurer in the last quarter of the fiscal year. The Chairman is to present the budget as drafted by the Executive Director, incorporating comments from the Secretary/Treasurer, to the Board for final approval by majority vote before the end of the fiscal year.
2. Board approval of the budget is authorization for the Executive Director to execute contracts not to exceed amounts within the approved budget categories.
3. Rule 7.1 of this document provides for spending authority.

Chapter 8 Motions

Rule 8.1 Motions on the floor

Only one main motion may be on the floor at a time, but more than one subsidiary motion may be on the floor. When any of the motions on the list presented as Rule 8.3 is the last motion made, any motion listed below it on the list can be made at that time and any motion above it on the list cannot be made at that time. Pending motions must be disposed of in descending order of precedence.

Rule 8.2 Main Motion

A Main Motion introduces business to the Commission for its consideration. The motion requires a second; is debatable; and requires a majority vote for approval.

Rule 8.3 Subsidiary Motion

Subsidiary Motions change or affect how the main motion is handled, must be voted on before the main motion, and are listed below in order of precedence.

1. **Postpone Indefinitely** - In effect killing the issue. The issue may be revived at a subsequent meeting. The motion requires a second; is debatable; and requires a majority vote for approval.
2. **Amend** - Alters the wording of the main motion before it is voted on. An amendment must be germane to the main motion. Its acceptance does not adopt the amended motion; the amended main motion must be voted on in its modified form. The motion requires a second, is debatable, and requires a majority vote for approval.
3. **Motion to Substitute** - When an entire motion is substituted for another, the Chairman must first call for a vote on the Motion to Substitute to determine the advisability of substituting a new motion. If the Motion to Substitute passes, the Chairman then opens the Substitute Motion to debate. The Substitute Motion in turn must be voted upon and is subject to amendment. The motion requires a second, is debatable, and requires a majority vote for approval.
4. **Secondary Amendment** - An amendment can be offered to an amendment (amendment of the second

order). Amendments of the third order are not permitted. The motion requires a second, is debatable, and requires a majority vote for approval.

5. **Refer (Commit)** - Sends a pending motion to a standing committee or task force or panel. The motion requires a second, is debatable, and requires a majority vote for approval.
6. **Postpone to a Certain Time** - Delays action until a certain time specified in the motion (not beyond the next regular business meeting). The motion requires a second, is debatable, and requires a majority vote for approval.
7. **Limit or Extend Debate** - Used (1) to reduce or increase the number or length of speeches permitted or (2) to require that debate be closed at a specified time. The motion requires a second and is **not** debatable. It requires a two-thirds vote for approval.
8. **Previous Question (“Call for the Question”)** - A motion that immediately closes debate if passed. The motion requires a second and is **not** debatable. It requires a two-thirds vote for approval.
9. **Lay on the Table** - Enables the Board to lay the pending question aside temporarily when something else of immediate urgency has arisen. It is **not** debatable. A motion to lay on the table is out of order if the intent is to avoid further consideration of the motion. Frequently when one indicates a desire “to table” a motion, the correct motion is either to Postpone Indefinitely or Postpone Definitely. The motion requires a second, is **not** debatable, and needs a majority vote for approval.

Rule 8.4 Privileged Motions

Privileged Motions do not relate to the pending business but have to deal with matters which must be considered immediately without debate. Privileged motions are as follows:

1. **To Recess** - used to request an intermission which does not close the meeting. The motion requires a second, is **not** debatable, and requires a majority vote for approval.
2. **To Adjourn** - used to close the meeting immediately. The motion requires a second, is **not** debatable, and requires a majority vote for approval.

Rule 8.5 Incidental Motions

Incidental Motions are procedural questions that must be considered prior to other motions. They include the following:

1. **Point of Order** - used when a Commissioner believes that the rules are being violated, thereby calling on the Chairman for a ruling and enforcement of the rules. A Commissioner may interrupt a speaker to raise a Point of Order.
2. **Appeal the Ruling of the Chairman** - used to challenge the Chairman’s ruling on a question of parliamentary procedure. A Commissioner may interrupt a speaker to appeal the decision of the Chairman. The motion requires a second, is **not** debatable, and requires a majority vote for approval.
3. **Suspend the Rules** - used to temporarily suspend a rule. The motion can only be applied to Chapter 8, *Motions*, presented in this document. The motion requires a second, is **not** debatable, and requires a majority vote for approval.
4. **Withdraw the Motion**- permits the maker of a motion to remove it from deliberation. Requires unanimous consent.
5. **Point of Information** - requests the Chairman to provide information.
6. **Division of a Question** - divides a motion containing two or more provisions that can stand alone so that each provision can be considered and voted upon separately. The motion requires a second, is **not** debatable; and requires a majority vote for approval.

Rule 8.6 Main Motions That Bring a Question Back Before the Board

Rules that can bring an issue back for debate are the following:

1. **Take from the Table** - resumes consideration of a motion laid on the table earlier in the same session

or in the previous session. The motion requires a second, is **not** debatable, and requires a majority vote for approval.

2. **Reconsider** - reopens to debate a motion that has already been voted upon in the same session. The motion to reconsider can only be made by a Commissioner who voted on the prevailing side. It suspends action on the motion to which it is applied until it has been decided. It cannot be postponed beyond the next regular business session. The motion requires a second, is debatable, and requires a majority vote for approval.

Chapter 9 Voting

Rule 9.1 Majority vote

Majority vote is defined as more than half of the votes cast by those present and voting. A majority vote of the members present is required for the adoption of each decision of the Board, except that, in accordance with the Open Meetings Law (R.S. 42:19(A)(1)(b)(ii)(cc)), a unanimous vote of the members present is required to approve an addition to a meeting's agenda if the meeting is currently ongoing at the time the addition is proposed.

Rule 9.2 Two-thirds vote

Two-thirds vote is defined as at least two-thirds of those present and voting.

Examples of motions that require a two-thirds vote: to close, limit, or extend debate; to amend the *By-laws and Rules of Order*; to close nominations; to remove an officer; or to object to the consideration of a motion; or to go into Executive Session.

Rule 9.3 Voting by the Chairman

The Chairman may vote only in order to break a tie vote.

Rule 9.4 Methods of Voting

1. Voice vote is the method normally used.
2. Show of hands is used to verify an inconclusive voice vote or on motions requiring a two-thirds vote.
3. Roll call voting is by a calling of the roll of the members of the Board. A roll call vote may also be kept as a record vote upon a motion to that effect prior to the vote.

Rule 9.5 Voting by Proxy

Proxy voting is prohibited.

Rule 9.6 Roll Call Vote

A request for a roll call vote may be made by any Commissioner prior to commencing a vote. Such request requires the concurrence of a majority of the Commissioners present and voting.

Rule 9.7 Record Vote

A request for a record vote may be made by any Commissioner prior to commencing a vote. Such request requires the concurrence of a majority of the Commissioners present and voting.

Chapter 10 Amendments

Any provision in this document, *By-laws and Rules of Order*, may be revoked or amended at any Regular or

Special meeting by two-thirds vote if not mandated by statute. The change will become effective immediately unless stated otherwise in the majority vote.

Chapter 11 Domicile and Books of Record

Rule 11.1 Domicile and Books of Record

1. The office of the District shall be 3535 South Sherwood Forest Boulevard, Suite 137, Baton Rouge, Louisiana 70816-2255.
2. The official books and records of the District shall be retained at the District office.
3. The official books and records of the District shall include minutes and recordings of meetings of the Board, minutes and recordings of meetings of committees having any of the authority of the Board, financial reports presented to the Board, the *By-laws and Rules of Order*.

Chapter 12 Compliance with State Law

All activities of the Board shall comply with all applicable state law including specifically, but not limited to: the Open Meetings Law, R.S. 42:11 et seq.; the Public Records Act, R.S. 44:1 et seq.; and the Louisiana Code of Governmental Ethics, R.S. 42:1101, et seq.

Chapter 13 Communications Protocols

Rule 13.1 Official Spokesperson

The official spokesperson of the District shall be the Executive Director. In the absence of the Executive Director and/or in other circumstances where required or appropriate, the Chairman and Vice-Chairman are authorized to speak on behalf of the District. This stipulation in no way limits individual Commissioners from free and open expression on any business matter before the District or on its operations. However, Commissioners shall direct, at their discretion, particular inquiries posed to them of an official nature regarding adopted policies, public records, fiscal matters, procedures, and processes of the District to the Executive Director for consistency in response.

Rule 13.2 Role of the Executive Director

In addition to serving as the official spokesperson of the District, the Executive Director shall have the responsibility to prepare all items and documents (paper and electronic) for external release, maintain the District website and other electronic communications, and serve as the main contact for fulfillment of public information and public records requests. In the absence of the Executive Director and/or in other circumstances where required or appropriate, the Chairman shall assume the responsibilities of the Executive Director in this regard.

Rule 13.3 Role of the Executive Committee

Letters, editorials, flyers, fact sheets, emails and all other written documents and correspondence of an official or public nature prepared by or under the discretion of the Executive Director or any designated sub-committee and proposed for distribution to elected officials, government agencies, or news media; or for service as an official notice or posting; or addressing such issues as policy decisions, fee increases, applications or inquiries for funding, or any other such business item before the District, shall be provided, at the discretion of the Executive Director, to the Executive Committee, for prior review and approval. To aid in the timely conduct of business, the Executive Director shall provide a standard “reply by” date to Executive Committee members (or other Commissioners, if applicable) for any such official written

communication identified as needing prior review and approval.

Rule 13.4 Role of the Commissioners

Any and all interested Commissioners may request and receive access to draft external communications items and documents, as identified in 13.3, and provide commentary for consideration to the Executive Director and/or Executive Committee before finalization and release of such items, subject to the limits of a “reply by date.”

Rule 13.5 Communications with Elected or Appointed Officials, News Media, etc.

As noted in Rule 13.1, Commissioners shall direct, at their discretion, particular inquiries posed to them of an official nature regarding adopted policies, public records, fiscal matters, procedures, and processes of the District to the Executive Director for consistency in response. In particular, the Executive Director shall be notified as soon as feasible, and at the considered discretion of the individual Commissioner, of any inquiries or requests (written or verbal) of an official nature from elected or appointed officials or news media. Likewise, for consultative and informational purposes, the Executive Committee shall be apprised by the Executive Director, within his/her discretion, in a timely fashion, of the nature and content of proposed or actual conversations with elected or appointed officials or news media concerning the District business, including especially the scheduling or conduct of interviews or requests for comment, public records, or other information. All communication involving the District’s business, involving but not limited to relevant conversations between Commissioners, ought to be copied to the Executive Director and staff of the District. Any Commissioner planning to speak in a public forum as a representative of the District shall inform the Executive Director one week prior to the forum. No Commissioner shall speak on behalf of the District without the District staff first being properly informed.

Rule 13.6 Creation of Sub-Committees for Communications Special Projects

The District shall authorize the creation of sub-committees for communications special projects as determined to be necessary and appropriate. The Chairman of the Board shall appoint the sub-committee chairman and, in the absence of volunteers, appoint members. Such sub-committees shall have a well-defined, clearly stated purpose, scope of action, and end goal, and should make regular reports as necessary to the Executive Committee, the Administrative Committee, the Technical Committee, and the District on project progress, concerns, issues, or the need for approval of authorized expenditures or other actions.

Rule 13.7 Press Releases, Fact Sheets, Talking Points, Newsletters, Reports

In all cases, it shall be the policy of the District to develop press releases, fact sheets, talking points, newsletters, reports, and other written items or documents to supplement verbal communications with elected or appointed officials, news media, and the general public. The Executive Director will develop such items and documents through individual initiative, at the direction of the Commission, or in conjunction with any designated sub-committees and forward through the Executive Committee for review and approval, per direction in Rule 13.3.

Rule 13.8 Website Updates and Procedures: Social Media

Requests for changes or additions to the District website and/or social media shall be submitted to the Executive Director for review and appropriate action. At the discretion of the Executive Director, such changes shall be submitted to the Executive Committee for review and approval.

Rule 13.9 Meeting Minutes

The approved minutes of the District meetings shall be published regularly and in a timely fashion (within 10 working days of approval) on the District website.

Rule 13.10 Public Records Requests, Inquiries

All public records requests will be handled in conformity with the Louisiana Public Records Law, R.S. 44:1 et seq. Requests for public records to the District office from individual Commissioners are to be considered the same as “public records requests” under the above statutes, with the exception that the production and delivery of such records should be without fee.

Chapter 14 Disciplinary Action**Rule 14.1 Motion to Censure**

When, in the opinion of any Commissioner, another Commissioner has, by his or her actions, inactions, and/or statements, violated his or her obligations or responsibilities to the District and/or the Commission under statute, regulation, Board policy, protocol, governance standard, or specific Board direction, the Commissioner so concluding may place on the Board’s Meeting agenda a Motion to Censure the allegedly offending Commissioner.

The following process will govern all Motions to Censure:

The placement of a Motion to Censure on the Board’s public meeting agenda will comply with Rule 3.2, *Preparation and distribution of agenda*, of these By-laws and Rules of Order. If the allegedly offending Commissioner is the Board Chairman, the Vice-Chairman shall be the Board representative to consider the placement of the item on the agenda.

1. Any Motion to Censure shall be in writing and shall include all of the following elements:
 - a. A specific description of the statute, regulation, Board policy, protocol, governance standard, or specific Board direction that is claimed to have been violated;
 - b. A detailed, thorough, factual description of the alleged action(s), inaction(s), and/or statement(s) of the allegedly offending Commissioner and a description of how each such action, inaction, or statement constitutes a violation; and
 - c. The specific language constituting the Motion to Censure the allegedly offending Commissioner for consideration and adoption by the Board.
2. The Chairman or Vice-chairman shall notify the allegedly offending Commissioner of the accusation(s) at least two weeks prior to the meeting where the Motion to Censure will be introduced, considered, and voted upon.
3. Any Motion to Censure will be effective upon the majority vote of the voting Commissioners. The Commissioner who is the subject of the censure shall not be permitted to vote on the motion, and his/her vote shall not be counted in calculating the simple majority.
4. Following the introduction of a Motion to Censure and prior to a vote thereon, the Commissioner who is the subject of the Motion to Censure shall be provided the opportunity to explain his/her action(s), statement(s), or other conduct, to apologize therefor, and to agree to comply in the future with all relevant and applicable statutes, regulations, Board policies, protocols, governance standards and Board directions. The foregoing shall not, however, prevent the Board from voting upon and perfecting the Motion to Censure.

Following the adoption of a Motion to Censure, the Board shall send the adopted Motion to Censure vote to the Governor’s Office for any action deemed appropriate by the Governor, including removal of the censured Commissioner from the Board.