

**Lower Rio Grande Valley Development Council
Homeland Security Advisory Committee
Bylaws**

Article I – Name, Purpose, Responsibilities

The Homeland Security Advisory Committee (“HSAC”) was created as a voluntary, unincorporated association of the Lower Rio Grande Valley Development Council (“LRGVDC”) in November of 2004.

The HSAC’s primary responsibility is to assist the LRGVDC in the development, implementation, review and update of a comprehensive plan to serve the needs of the region in the event of terrorist activities, natural disasters and man-made disasters and to evaluate and make recommendations on grant applications submitted by eligible jurisdictions.

Subject to LRGVDC Board of Directors specifying otherwise, the Committee’s specific responsibilities are:

1. To review and comment for the LRGVDC Board of Directors on applications requesting state or federal funds.
2. To advise LRGVDC’s member cities, counties, and special districts, directly or through the LRGVDC Board of Directors, on matters within their jurisdiction pertaining to homeland security and all other matters.
3. To maintain a continuous planning program to identify regional issues and determine the region’s needs by analyzing existing systems and available resources and establish goals and priorities.
4. To conduct training workshops.

Article II – Membership

The HSAC is composed of 14 member jurisdictions, which shall be permanent members appointed by the LRGVDC Board of Directors. Jurisdictions shall be appointed members based upon the following criteria:

1. Member Jurisdictions from Cameron County 5 Representative(s) Jurisdictions
Member Jurisdictions from Hidalgo County 7 Representative(s) Jurisdictions
Member Jurisdictions from Willacy County 2 Representative(s) Jurisdictions
2. A LRGVDC staff member, designated by the LRGVDC Board of Directors, shall serve as HSAC liaison and shall attend each HSAC meeting.
3. A representative of the LRGVDC Board of Directors may serve on the Advisory Committee.

4. The 14 member jurisdictions which are presently members of the HSAC (having qualified under existing criteria) shall remain as “permanent” members of the HSAC, so long as they remain eligible pursuant to these bylaws.
5. Upon a vacancy, as described hereunder, the jurisdictions within that affected county shall appoint a replacement candidate. Thereafter, the proposed candidate must be confirmed by a simple majority of all HSAC members.

Term

1. A member may be reappointed by the LRGVDC Board of Directors.
2. In the case of a vacancy, the LRGVDC Board of Directors shall appoint a replacement to serve for the remainder of the unexpired term.
3. A member may be removed for good cause at any time by the LRGVDC Board of Directors.

Qualifications

1. To be eligible for membership on the HSAC, a jurisdiction must have an up-to-date approved Emergency Management Plan on file with the State of Texas and adopted and complied with all the requirements and regulations under Homeland Security Presidential Directive (HSPD) 5 – directed the Secretary of Homeland Security to develop and administer a National Incident Management System (NIMS), which would provide a consistent nationwide approach for Federal, State, local, and Tribal governments to work together more effectively and efficiently to prevent, prepare for, respond to, and recover from domestic incidents, regardless of cause, size, or complexity.
2. Member Jurisdictions shall designate one or more individuals to exercise the member’s voting and other privileges on the HSAC. Such individuals shall be employees of the member jurisdiction with experience in any of the categories enumerated in paragraph 3(A)-(F) below. Each member jurisdiction shall appoint a primary representative and up to three alternative representatives to represent it on the HSAC. Such designation shall be in writing by the Authorized Official and submitted to the HSAC by a duly authorized representative of the member jurisdiction. The designation may be changed from time to time by the member jurisdiction by submitting an amended written designation. No person other than one of the persons so designated shall be eligible to exercise voting or other privileges for the member.

3. Member jurisdictions shall designate individuals to represent it on the HSAC who have experience in the following categories; provided, however, that member jurisdictions shall, subject to the requirements of paragraph 2 above, have discretion to appoint such individuals as they deem appropriate to represent it on the HSAC:
 - A. Experience and/or training in disaster planning.
 - B. Large and small law enforcement departments.
 - C. Large and small fire departments.
 - D. Large and small Emergency medical providers.
 - E. Special Needs community.
 - F. Public Health community.

Vacancy

A vacancy occurs when;

1. A member jurisdiction becomes ineligible for a period of more than one (1) calendar year; or
2. A member's term expires and the member is not reappointed; or
3. A member resigns (resignations shall be in writing to the LRGVDC HSAC liaison and the Advisory Committee Chair); or
4. A member is removed; or
5. A member no longer meets the qualification requirements.

Attendance

1. Member jurisdictions shall be responsible for ensuring that the member's designated representative attends all meetings.
2. Attendance records documenting HSAC member absences will be maintained by the LRGVDC HSAC liaison. If none of the representatives designated by a member is able to attend a scheduled meeting, notification must be provided to the HSAC liaison prior to the meeting.
3. A member jurisdiction is expected to attend all regular and special meetings. A member jurisdiction failing to attend at least 50% of the HSAC meetings during a calendar year shall be automatically removed from the HSAC.

The member will be notified in writing of such removal.

4. Members so removed may appeal in writing to the LRGVDC Board of Directors within two (2) weeks of the date of notification. Appeals will be handled in a timely manner and the member will be notified in writing of the decision.

Article III - Officers

Election

1. The HSAC shall elect a Chair and Vice-Chair from among the primary representatives designated by the member jurisdictions. Election of a Chair and Vice-Chair will occur at the initial meeting of the Advisory Committee and, thereafter, at the first meeting of the calendar year. Only the individual elected by the HSAC shall be eligible to carry out the functions of the office to which that person is elected, i.e., alternative representatives from the same member jurisdiction do not serve in the officer's absence.

Term

1. Officers serve one-year terms beginning on the date of election. Upon HSAC and LRGVDC Board of Directors approval, Officers may serve a maximum of three (3) consecutive terms.

Vacancy

1. In the event an Officer is unable to fulfill his or her term, the HSAC shall elect a replacement at a regular or specially called meeting, who serves for the remainder of the unexpired term.

Duties

1. The Chair presides at the meetings of the HSAC and shall have full voting privileges.
2. The Vice-Chair performs the Chair's duties in the absence of the Chair. In the event that both the Chair and Vice-Chair are absent from a meeting, the HSAC shall select a temporary chair from among those HSAC board members present at the meeting, who shall preside at the meeting.

Other Officers

The HSAC may elect other Officers from time to time to carry out its responsibilities. This may be done by a simple majority vote of the HSAC members at any regularly scheduled meeting where a quorum is present.

Article IV - Meetings

Regular

1. The HSAC shall meet the first Thursday of every month on a day, time and place specified by the LRGVDC Board of Directors, the LRGVDC HSAC liaison or the Advisory Committee as a whole. Should there be a conflict in schedules; meeting will be rescheduled for the second Thursday of the month.

2. Written notice, including an agenda, of each regular meeting shall be prepared by the LRGVDC HSAC liaison and mailed, or electronically transmitted, or sent via facsimile to each HSAC member at least five (5) business days before the meeting date; provided, however, if the notice is not provided within the time indicated here, and a quorum of HSAC members are present at the meeting, such meeting may proceed and the defect in notice shall not affect the validity of any action taken at such meeting.
3. In an emergency or public necessity, as determined by the HSAC Chair and Vice Chair, HSAC may conduct telephone and videoconference calls to conduct meetings. These meetings must be set up to provide live two-way communication during the entire conference call and the identity of each HSAC member must be clearly stated prior to speaking.

Special

1. The HSAC shall meet specially if called by the LRGVDC Board of Directors, the LRGVDC HSAC liaison, the HSAC Chair or requested in writing by at least one third of the membership, excluding vacancies, of the HSAC.
2. A request by the membership for a special meeting must be in writing, addressed to the Chair, and describe the purpose or purposes of the meeting. Only that business reasonably related to the purpose or purposes described in the request may be conducted at a special meeting.
3. Notice of any special meeting shall be given at least 72 hours prior to the special meeting.

Quorum and Action

1. A majority of the total voting membership, excluding vacancies, constitutes a quorum for conducting HSAC business.
2. A majority vote of the members present at a meeting at which a quorum is present is necessary for action by the HSAC. During a meeting at which a quorum has been established, and then subsequently lost due to members leaving, all remaining business items requiring a HSAC vote or action must be postponed until the next scheduled meeting at which a quorum is established.
3. A HSAC member may not transfer voting rights by proxy to another jurisdiction.

Open Meetings and Records

1. All regular meetings of the HSAC shall be open to the public.
Minutes of the HSAC meetings, documents distributed and other records are the property of LRGVDC. The LRGVDC HSAC liaison shall keep the tape recordings of all HSAC meetings produced by the HSAC Secretary for a period of ninety (90) days after each meeting; print copies of summary minutes for each meeting shall be permanently maintained on file. These materials are available for public view, at the LRGVDC offices, upon receipt of a written request by the interested party.

2. Except where these bylaws require otherwise, *Robert's Rules of Order* shall govern the conduct of HSAC meetings in the event of any dispute regarding the conduct of business.
3. When specifically authorized by a majority of the HSAC members, the HSAC Committee may conduct business via conference call and/or electronic transmissions, with any actions taken by the HSAC Committee being placed on the next regularly scheduled monthly meeting for ratification by the board.

Conflict of Interest

1. A HSAC member other than an elected public official, who is a member of the governing body, an officer, or an employee of an applicant for funding and who has a financial interest or business relationship with a vendor or proposed vendor must disclose his or her status before the application is considered by the HSAC and may not participate in discussion of or vote on the application. The member is counted in determining the existence of a quorum.
2. A vote cast in violation of this section is not counted.
3. For purposes of this section a member is deemed to have a financial business interest with a vendor or proposed vendor if the member or member's spouse or a relative of the member or spouse within the first degree of consanguinity has an interest with such vendor as defined in Chapter 171 of the Local Government Code.
4. Enforcement of the conflict of interest policy for the grant review process:
 - i. Members of the COG's governing body, the HSAC, and COG staff must abstain from scoring and voting on any grant application, other than a grant application submitted by a COG, during the prioritization process if the member or an individual related to the member within the third degree by consanguinity or within the second degree by affinity:
 - a. Is employed by the applicant agency and works for the unit or division that would administer the grant, if awarded;
 - b. Serves on any board that oversees the unit or division that would administer the grant, if awarded;
 - c. Owns or controls any interest in a business entity or other non-governmental organization that benefits, directly or indirectly, from activities with the applicant agency;
 - d. Receives any funds from the applicant agency as a result of the grant, if awarded; or
 - e. Uses or receives a substantial amount of tangible goods, services, or funds from the applicant agency.
 - ii. Additional conflict of interest requirements or mitigations may be required, including written disclosures and implementation of confidentiality policies and protocols.

Professional Conduct

HSAC members should maintain objectivity and professionalism when carrying out business of the HSAC. In the event a HSAC member acts in a manner which brings the work of the HSAC into question or controversy, it shall be the responsibility of the LRGVDC Board of Directors to address the incident with the appointing member of the LRGVDC Board of Directors.

Article V – Committees

Ad Hoc

1. Ad hoc committees may be appointed by the Chair with the approval of the HSAC and shall serve for special purposes to comply with special needs.
2. Membership on ad hoc committees shall be established to achieve the purpose for which the committee was created.
3. The method for calling ad hoc committee meetings shall be the same as that for calling HSAC meetings or at the discretion of the ad hoc committee membership to discharge their responsibility.
4. Chairs of the ad hoc committees shall be appointed by the Chair of the HSAC.

Article VI - Amendments

By LRGVDC Board of Directors

The LRGVDC Board of Directors may amend these bylaws at a regular or special meeting. The written text of a proposed amendment must be included with the notice of the meeting at which the amendment will be considered.

By Homeland Security Advisory Committee

The HSAC may recommend amendments to these bylaws by a vote of two-thirds of its membership at a regular or special meeting. The written text of a proposed amendment must be included with the notice of the meeting at which the amendment will be considered. A recommendation for amendment adopted by the HSAC is not effective unless approved by the LRGVDC Board of Directors.

Effective Date

An Amendment to the bylaws takes effect when approved by the LRGVDC Board of Directors unless the amendment specifies a later effective date. Copies of amended bylaws will be distributed to Committee members by the Committee liaison.

Bylaws History

Adopted 12/04

Amendment to Article IV - Meetings 09/05

Amendment to Article II - Qualifications 10/05

Amendment to Article I- Name, Purpose, Responsibilities 10.7.2010

Amendment to Article II- Membership 10.7.2010 (all subcategories were revised)

Amendment to Article III- Officers 10.7.2010

Amendment to Article IV- Meetings 10.7.2010

Amendment to Article VI- Amendments 10.7.2010

Amendment to Article II – Membership 04.04.2013 (Opening paragraph and item 4)

Amendment to Article II – Terms 04.04.2013 (Item 1 and added Item 4)

Amendment to Article II – Qualifications 04.04.2013 (Item 2, revised sentence 4)

Amendment to Article II – Membership 04.08.2015 (Item 5 added)

Amendment to Article II – Membership: Term 04.08.2015 (Removed Item1)

Amendment to Article II – Membership: Qualifications 04.08.2015 (Revised Item 2)

Amendment to Article II – Membership: Attendance 04.08.2015 (Revised Item 3)

Amendment to Article IV – Meetings: Regular 04.08.2015 (Item 3 added)

Amendment to Article IV – Meetings: Conflict of Interest (Added Item 4.)