

1 forwarded to the Water Authority Board Chair. The Chair will review the applications
2 and submit qualified nominations to the governing board for confirmation.

3 D. Terms. Members shall be appointed for two-year terms. No member shall
4 serve more than two consecutive terms. Members whose terms expire may continue to
5 serve until a successor member is appointed.

6 E. Vacancies. Vacant positions occurring as a result of an expired term shall
7 be filled as soon as practicable to the expiration of the term. Vacant positions occurring
8 for reasons other than an expired term shall be filled and start a new term.

9 F. Removal. A member may be removed for any one or more of the
10 following reasons:

11 1. The member has been absent from two consecutive meetings, unless
12 the absence is excused by the TCAC Chair. For this purpose, being absent is defined
13 as not being in attendance 75% or more of the duration of each officially called meeting.

14 2. The member has been absent, whether excused or not, from more
15 than 50 percent of the meetings during any consecutive four month period.

16 3. The member is incapacitated, neglectful of duty or commits
17 malfeasance in office, as determined by the appointing entity.

18 G. Staff. The TCAC shall be staffed by the Water Authority. The Executive
19 Director shall designate a Clerk of the TCAC who shall keep the minutes and records of
20 the TCAC meetings.

21 H. Reports. The TCAC shall report at least annually to the Water Authority
22 on its activities and any recommendations on Water Authority policies, plans or
23 programs.

24 I. Other Duties, Responsibilities, and Powers. The TCAC shall have other
25 duties, responsibilities, and powers as may be delegated to it by the Water Authority.

26 Section 2. Organization and Meetings.

27 A. Officers. The TCAC shall elect a Chair and a Vice-Chair for one year
28 terms on an annual basis at the first scheduled meeting of the calendar year. In the
29 event that a vacancy occurs in the office of the Chair, the TCAC members shall vote to
30 fill the vacancy at the next regularly scheduled meeting of the TCAC. The selection of
31 the new chair shall require a majority in the affirmative of the members present and
32 voting. No officer shall serve consecutive terms in the same position.

33 B. Meetings.

1 1. The TCAC shall hold meetings at least bimonthly. Should the
2 workload diminish sufficiently, as determined by the TCAC, the TCAC may reduce its
3 meeting schedule to no less than quarterly. The TCAC shall meet a minimum of four
4 times a year.

5 2. All meetings shall be in compliance with the provisions of the Open
6 Meetings Act.

7 C. Conduct of Business. Unless the TCAC adopts other written rules to
8 govern its proceedings, the TCAC shall conduct business according to Robert's Rules of
9 Order, which the TCAC may modify in writing as it deems appropriate. A majority, but
10 no less than four of filled TCAC positions shall constitute a quorum necessary to
11 transact business, adopt motions, or conduct voting. Actions shall be decided by a
12 majority of the members present.

13 D. Records. A record shall be kept of all meetings of the TCAC, including the
14 vote of each member on each action.

15 E. Conflict of Interest.

16 1. Any member who has a conflict of interest regarding a policy,
17 decision, or determination before the TCAC or one of its committees or work groups on
18 which the member serves shall, as soon as possible after the conflict of interest
19 becomes apparent, disclose the nature of the conflict to each of the other members
20 voting on the matter. Disclosures shall be recorded. Disclosure of a conflict of interest
21 shall not disqualify a member from participating in any discussion, debate, or vote on
22 the matter unless:

23 a. A majority of the remaining members voting on the matter
24 determines that, for reasons of propriety, the member shall not participate or vote on the
25 matter; or

26 b. The member voluntarily disqualifies himself or herself.

27 2. For purposes of this resolution, a CONFLICT OF INTEREST
28 means that the member or the, member's immediate family has a direct financial
29 interest which could be affected by the outcome of any policy, decision, or determination
30 before the TCAC or one of its committees or work groups on which the member serves.

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