

**HEADWATERS GROUNDWATER CONSERVATION DISTRICT**  
**BY-LAWS AS ADOPTED NOVEMBER 9, 1993**  
**AND AS AMENDED ON JANUARY 8, 2003**  
**AND AS AMENDED ON JUNE 9, 2004.**  
**AND AS AMENDED ON JANUARY 12, 2005**  
**AND AS AMENDED ON SEPTEMBER 14, 2005**  
**AND AS AMENDED ON MAY 14, 2008**  
**AND AS AMENDED ON August 13, 2014**  
**AND AS AMENDED ON JUNE 8, 2016**

**ARTICLE I**

**Purpose**

RECORDS MGMT.  
PERMANENT DOCUMENT

**Section 1.** The purpose of these By-laws is to provide for the conduct of the affairs of the Headwaters Underground Water Conservation District (The District), in conformity with and pursuant to the Act passed by the 72<sup>nd</sup> Legislature creating The District on June 16, 1991, Chapter 52 of the Texas Water Code and the general laws of the State of Texas.

**Section 2.** H.B. No. 3543, Section 2, Chapter 693 Acts of the 72<sup>nd</sup> Legislature, Regular Session, 1991, is amended to read as follows:

- (a) Name Change: A groundwater conservation district, to be known as the Headwaters Groundwater Conservation District, is created in Kerr County. The district is a governmental agency and a body politic and corporate. *(Amended by Board of Directors September 14, 2005)*

**Section 3.** POWERS

- (a) The District has all the rights, powers, privileges, authority, functions, and duties provided by the general law of this state, including Chapter 36 Texas Water Code, applicable to groundwater conservation districts created under Article XVI, Section 59, of the Texas Constitution. This Act prevails over any provision of

general law that is in conflict or inconsistent with this Act. *(Amended by Board of Directors  
September 14, 2005)*

## **ARTICLE II**

### **Board of Directors**

**Section 1.** Except as where otherwise provided by law, or by these By-Laws, a quorum of the Board of Directors consists of a majority of the number of authorized positions on the Board of Directors. All actions of the Board of Directors shall require three (3) affirmative votes.

**Section 2.** No Director, Officer, or Agent shall have any power or authority to bind The District by any contract or engagement; pledge its credit; or render the District liable monetarily for any purpose or in any amount, unless so authorized by the Board of Directors.

**Section 3.** A vacancy on the Board of Directors shall be filled pursuant to the provisions set forth in Texas Water Code Chapter 36.051 (c).

**Section 4.** A Director's resignation, to be effective, must be in writing, signed by the Director, and delivered to the Secretary of the Board. If a Director submits a resignation, a vacancy occurs on the date the resignation is accepted by the Board of Directors or on the eighth day following receipt by the secretary, whichever date is earlier, as provided by Texas Election Code, Chapter 201.

**Section 5.** A Director is not entitled to compensation for service on the Board of Directors, but may be reimbursed for actual expenses incurred in carrying out the duties of The District.

## ARTICLE III

### Election of Directors

**Section 1.** Directors shall be elected as follows: four Directors by the precinct method and one Director at large.

**Section 2.** Directors shall be elected for a term of four years and following election shall be sworn in and take office on January 1. Directors shall be elected on the date of the General Election in November. In the year 2004, one Director shall be elected to serve Kerr County Commissioner precinct #2, one Director shall be elected to serve Kerr County precinct #4, and one Director shall be elected at large to serve an area within the boundaries of the District. In the year 2006 one Director shall be elected to serve Kerr County precinct #1 and one Director shall be elected to serve Kerr County precinct #3. Thereafter, on the date of the General Election, the appropriate number of Directors shall be elected to the Board to fill the terms of those that will expire on the following January 1.

*(Clarification of By-laws dated January 8, 2003 House Bill # 3543 Amendment to Initial Legislation)*

## ARTICLE IV

### Officers

**Section 1.** The officers of the District Board of Directors are President, Vice President, and Secretary-Treasurer. All shall be either duly elected members of the Board of Directors or appointed to the Board of Directors as authorized herein in the event of a vacancy. The Board of Directors may appoint the General Manager as an Assistant Secretary-Treasurer of the District. *(Clarification of By-laws Dated January 8, 2003)*

**Section 2.** At the regular meeting on the second Wednesday of January, of each year, the Board of Directors of The District shall elect a President, Vice President, Secretary/Treasurer, and Assistant Secretary-Treasurer, each to serve for a period of twelve (12) months or until their successors have been elected. No Director shall serve as President for more than two (2) consecutive terms (two years); however, after an interval of at least one (1) year, a Director shall be eligible for re-election as President.

*(amended May 14, 2008)*

**Section 3.** The President of the Board of Directors shall preside at all meetings of the Board. He/She shall sign contracts, obligations, undertakings, conveyances, and other instruments when so authorized and directed by the Board of Directors. Conforming to Chapter 36, Section 054(c) of the Texas Water Code, the President shall be the Chief Executive Officer of the District and the sole representative of the District to all other agencies and organizations. The President shall exclusively represent the Board to the General Manager and may delegate any of his duties to another Director or the General Manager. The President may establish and appoint such committees as may be necessary or desirable to assist in conducting the business of the Board of Directors, or as may be directed by the Board. *(amended by Board of Directors September*

*14, 2005)*

**Subsection 3a.** In the case of the absence or inability of the President to act, the Vice President of the Board of Directors shall perform all duties of the President. In the case of absence or inability of the Vice President to act, a Quorum shall elect a temporary President.

**Section 4.** The Secretary-Treasurer of the Board of Directors shall monitor all financial activities and shall attest such deeds, bonds, contracts, mortgages, and other documents upon which attestation is necessary or desirable, as the Board of Directors shall direct.

**Subsection 4a.** The Secretary-Treasurer may delegate the recording and transcribing of the minutes to another Board member or staff of the General Manager of The District.

## **ARTICLE V**

### **Meetings**

**Section 1.** All meetings of the Board of Directors and all committees shall be open to the public, as set forth in the Texas Open Meetings Act. The act was adopted in 1967 as article 62-17 of the Revised civil Statutes, substantially revised in 1973, and codified without substantive change as Government code chapter 551 in 1993. Advance written notices of such meetings shall be posted as prescribed in said Act.

**Section 2.** The Board of Directors shall meet in regular session at least quarterly. Scheduled meetings will be held on the second Wednesday of the month. The Board shall meet in special session when called by the President or by a majority of its members.

**Section 3.** Committees shall meet when called by the chairperson thereof.

**Section 4.** Item(s) for the agenda of a future Board meeting requested by a Director shall be placed thereon, provided the agenda item(s) are submitted at least 10 days prior to the meeting date to be placed on the agenda.

## **ARTICLE VI**

### **Funds and Records of the District**

**Section 1.** Funds of the District shall be invested and re-invested in accordance with the provisions of the Public Funds Investment Act Chapter 2256 Government Code and the District Public Funds Investment Policy.

**Section 2.** The Board shall approve all bills of the District and each check requires the signature of two (2) of either the following): President, Vice President, Treasurer, or General Manager.

**Section 3.** All documents, reports, records, and minutes of the District shall be available for public inspection in accordance with the Texas Public Information Act.

**Section 4.** The regular hours of the District Office shall be 8:00 am to 5:00 pm. Monday through Thursday and 8:00 am to 12 noon Friday, except for Board approved holidays. *(amended by Board of Directors August 13, 2014)*

## **ARTICLE VII**

### **Administration of the District**

**Section 1.** The Board will appoint a General Manager, who will exclusively handle all administrative and personnel matters, recommend regulatory decisions to the Board and, with the President, prepare the agenda for all meetings and hearings to be conducted by the Board. In the performance of his duties, the General Manager will be responsible to the Board, as represented by the President.

## **ARTICLE VIII**

### **Amendments**

**Section 1.** These By-Laws may be amended or revised only at a regular meeting of the Board of Directors by affirmative vote of a majority of all the Directors, provided that the proposed amendment has been circulated among the Directors at least seven days prior to such meeting.

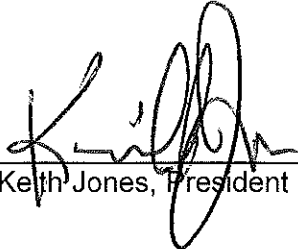
## **ARTICLE IX**

### **Savings Clause**

**Section 1.** If any section, sentence, paragraph, clause, or part of these By-Laws should be held or declared invalid for any reason by a final judgment of the courts of this state or of the United States, such decision or holding shall not affect the validity of the remaining portions of these By-Laws; and The Board does hereby declare that it would have adopted and promulgated such remaining portions of such rules irrespective of the fact that any other sentence, section, paragraph, clause, or part thereof may be declared invalid. *(amended by the Board of Directors on January 12, 2005)*

Headwaters Groundwater Conservation District

By-Laws as amended June 8, 2016

  
\_\_\_\_\_  
Keith Jones, President

  
\_\_\_\_\_  
Harley Belew, Secretary/Treasurer