

# *Bylaws*

of the

## CAPITAL AREA EMERGENCY COMMUNICATIONS DISTRICT

### **ARTICLE I - CREATION AND PURPOSE**

#### **Section 1.1 – Creation**

The Capital Area Emergency Communications District (CAECD) was created pursuant to Chapter 772, Health and Safety Code, Subchapter G on September 1, 2013 by adoption of resolutions by the counties of Bastrop, Blanco, Burnet, Caldwell, Fayette, Hays, Lee, Llano, Travis, and Williamson, and the City of Austin. The CAECD is a regional emergency communications district serving local governments in State Planning Region 12 and with boundaries coterminous with the Capital Area Council of Governments as created under Chapter 391 of the Local Government Code.

#### **Section 1.2 – Purpose and Membership**

The CAECD is a political subdivision of the State created to carry out essential governmental functions related to the provisioning of emergency communications services, including but not limited to emergency 9-1-1, to participating jurisdictions throughout the territory of the district.

Pursuant to Chapter 772, Health and Safety Code, Subchapter G, the CAECD is governed by a board of managers composed of the members of the governing body of the Capital Area Council of Governments whose duties include determining funding sources, adopting governing policies, appointing a technical advisory committee, adopting a budget, and providing staffing for all district functions. All operations of the board of managers shall be managed by the Capital Area Council of Governments executive director serving as the director of the district and other employees as assigned by the director.

### **ARTICLE II – Operations of Board of Managers**

#### **Section 2.1 – Board of Managers**

The Board of Managers shall be composed of the Executive Committee of Capital Area Council of Governments as defined in Section 5.2 (a)(1-7) of the CAPCOG Bylaws, and whose terms shall run concurrently with their term on the CAPCOG governing body. Service on the Board of Managers is an additional duty of the member's term of office on the CAPCOG governing body.

The Board of Managers shall meet quarterly at a time and place specified by resolution. The Board may conduct additional meetings on call of the chairperson or director of the District or upon the written request of at least one-third of the members.

A majority of the voting members for the board constitutes a quorum.

Notice of regular and special meetings of the Board of Managers must comply with the Open Meetings Act.

The Officers of the Board of Managers shall be the same elected officials serving as Officers of the Executive Committee.

Members of the Board of Managers shall be required to attend District meetings to fulfill attendance requirements in the CAPCOG Bylaws, Section 5.7.

## **Section 2.2 – Powers and Responsibilities**

- (a) The Board of Managers has the following general powers:
  - (1) to sue in the name of the District;
  - (2) to contract with any person to carry out the purposes of District;
  - (3) to acquire, own, lease, transfer, or otherwise dispose of real and personal property, tangible or intangible, or any interest in it;
  - (4) to invest the District's assets in real or personal property, tangible or intangible, or any interest in it;
  - (5) to sell, assign, mortgage, or pledge all or any part of the District's real or personal property, or any interest in it;
  - (6) to borrow or lend money or other property or issue debt;
  - (7) to apply for, receive, and use contributions and grants.
  
- (b) The Board of Managers has the following general responsibilities:
  - (1) to have prepared, review, and submit an annual budget for the District;
  - (2) determine the nature and sources of funding for the District;
  - (3) to designate one or more depositories for the District's funds and specify the individuals authorized to sign and countersign checks and other instruments for withdrawal of the funds;
  - (4) to receive, review, and, if necessary, act upon reports and recommendations of its advisory committee and other ad hoc committees of the District;
  - (5) to make recommendations, formulate policy, and take action on matters that best carry out the purposes of the District.

## **Section 2.3 – Committees**

(a) The Board of Managers shall appoint a Strategic Advisory Committee consisting of representatives of the participating jurisdictions, as that term is defined under Subchapter G of the Texas Health and Safety Code, at the first meeting of each calendar year. Each Committee member appointed must have the training and experience necessary to perform the duties assigned. Members of the Strategic Advisory Committee serve at the pleasure of the Board of Managers.

- (b) The Committee shall:

- (1) Facilitate long-range technology planning to carry out regional emergency communications policies and priorities.
- (2) Assist in the development of the five-year strategic plan.
- (3) Review and recommend service fee levels necessary to fulfill strategic goals.
- (4) Assist as well as review and make recommendations regarding development or revision of 9-1-1 policies and procedures for the Public Safety Answering Points, or integration of other emergency communications systems such as radio, emergency notification services or geographic information systems.
- (5) Assist as well as review and make recommendations regarding the overall emergency communications architecture including, but not limited to networking, hardware, software and service providers.
- (6) Review and make recommendations on uses of District funds.

(c) The Board of Managers may assign additional duties to the Advisory Committee as needed.

(d) The Board may create one or more ad hoc committees and appoint members to serve on them. Each committee may have three or more members who serve at the pleasure of the Board of Managers.

## **ARTICLE III – DIRECTOR AND STAFF**

### **Section 3.1 – District Director**

(a) The Executive Director of the Capital Area Council of Governments shall act as District Director, and staff of the Capital Area Council of Governments shall perform all administrative and operational functions as determined necessary by the Board of Managers. Staff assigned to perform functions for the District shall be compensated by the District's funds to be included in the annual budget adopted by the District. The District Director shall assign responsibilities for administrative and operational functions to qualified staff of CAPCOG or may pursue services through contracts or interlocal agreements in accordance with the Procurement Policy.

(b) The District Director is the chief administrative officer of the District and is authorized along with the Chair and First Vice Chair to serve as signatory on behalf of the District with regard to contracts and other legal documents.

(c) Among other duties, the District Director shall:

- (1) prepare and present to the Board an annual budget and annual report;
- (2) have an independent financial audit of the District's finances performed annually;
- (3) prepare a five year strategic plan for operations of the District, to be updated annually in accordance with the budget; and
- (4) manage the delivery of emergency communications services including the expenditure of District funds to support necessary and related activities such as but not

limited to legal counsel, emergency equipment purchases, and other expenditures deemed necessary not to exceed \$50,000.

## **ARTICLE IV – FINANCIAL**

### **Section 4.1 - Revenues and Fees**

The District shall attempt to match revenues to operating expenditures including providing for a reasonable reserve for contingencies and equipment replacement when reviewing projected revenue and establishing a fee. The District may pursue other revenue sources as appropriate to deliver emergency communications services.

The District may issue bonds.

### **Section 4.2 Banking, Investments, and Depository**

The District shall adopt an investment policy in accordance with Texas Public Funds Investment Act.

### **Section 4.3 - Budget and Audit**

The District shall adopt an annual budget prior to first day of its fiscal year and shall engage an independent audit of the District's finances after the close of each fiscal year. Prior to completion of the audit, the District will provide a summary report of all revenues and expenditures based on the operations of the District during that fiscal year.

A vote of two thirds of the voting members is required to modify the intended use of funds in the Operations Reserve and Equipment Reserve Funds, and to divert funds in the Operations Reserve and Equipment Reserve Funds for expenditures, except for an emergency as defined by the Board of Managers.

### **Section 4.4 – Procurement**

The District shall adopt procurement policies in accordance with applicable state statutes.

## **ARTICLE V – MISCELLANEOUS**

### **Section 5.1 – Principal Office**

The principal office for the CAECD will coincide with the principal office of the Capital Area Council of Governments.

### **Section 5.2 – Fiscal Year**

The District's fiscal year shall coincide with the fiscal year adopted by the Capital Area Council of Governments.

### **Section 5.3 – Books and Records**

(a) The District shall keep at its principal office correct and complete minutes of the meetings of the Board of Managers and its committees; accurate and complete financial records; and other appropriate records documenting the operations of the District.

(b) The District's records are subject to the Texas Public Information Act.

### **Section 5.4 – Amendment of Bylaws**

(a) If a quorum is present, the Board of Managers may amend these bylaws by majority vote of all the representatives entitled to vote.

(b) The written text of a proposed amendment must be furnished to each member of the Board of Managers entitled to vote at least two weeks prior to the meeting at which the amendment will be considered.

(c) An amendment is effective when adopted by the Board of Managers unless otherwise specified.

#### Bylaws History

Adopted 9-11-13

Revised 10-9-13

Revised 10-11-17