

1 **BYLAWS**

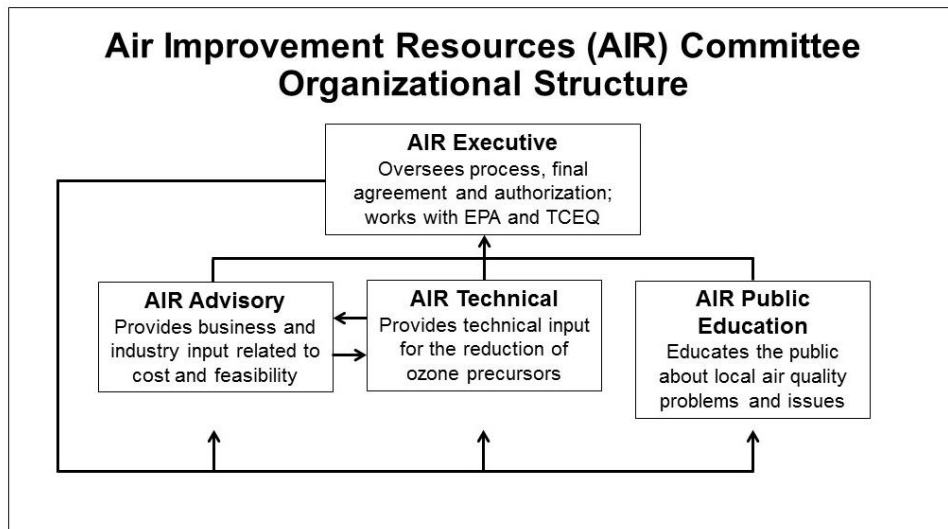
2 **AIR IMPROVEMENT RESOURCES COMMITTEE**

3 *in Partnership with the*

4 **ALAMO AREA COUNCIL OF GOVERNMENTS**

5 **Article I – Name and Subcommittee Names**

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- 16 1. The name of the organization shall be the Air Improvement Resources Committee,  
17 hereinafter referred to as the “AIR COMMITTEE.”
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- 19 2. The AIR Committee shall be comprised of four subcommittees:
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- 21 a. The Air Improvement Resources Executive Committee, hereinafter referred to as the
  - 22 “AIR EXECUTIVE COMMITTEE”
  - 23 b. The Air Improvement Resources Advisory Committee, hereinafter referred to as the
  - 24 “AIR ADVISORY COMMITTEE”
  - 25 c. The Air Improvement Resources Technical Committee, hereinafter referred to as the
  - 26 “AIR TECHNICAL COMMITTEE”
  - 27 d. The Air Improvement Resources Public Education Committee, hereinafter referred to
  - 28 as the “AIR PUBLIC EDUCATION COMMITTEE”
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- 30 3. Organizational flow chart:



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- 33 4. The AIR COMMITTEE organization is subject to change if any part of the San Antonio-New Braunfels Metropolitan Statistical Area (MSA) is designated nonattainment.
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36 **Article II – Purpose and Responsibilities**

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- 38 1. The AIR COMMITTEE is a consortium established to study, evaluate and recommend plans
- 39 and programs for improving air quality in order to protect human health in the San Antonio-
- 40 New Braunfels Metropolitan Statistical Area (MSA). Plans and programs include voluntary or
- 41 regulated control measures and educational outreach; and are aimed at reducing emissions
- 42 to meet the Environmental Protection Agency’s (EPA) National Ambient Air Quality Standard
- 43 (NAAQS) for Ground-Level Ozone and at complementing transportation plans completed
- 44 under federal or state legislation by the Alamo Area MPO, TxDOT, or other local authorities.
- 45 A plan or recommendation of the AIR COMMITTEE may be adopted in whole or in part by
- 46 the governing body of a participating governmental unit.
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- 48 2. Its primary responsibilities are related to ground-level ozone prevention and control, and
- 49 they include:
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- 51 a. Developing a comprehensive emissions reduction plan for the region,
- 52 b. Directing research in support of developing air quality control strategies suitable for
- 53 incorporation into the State Implementation Plan (SIP), and
- 54 c. Providing public information and seeking public input relating to the current and
- 55 future measures to improve air quality.
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- 57 3. The AIR EXECUTIVE COMMITTEE members shall be responsible for actions in their
- 58 jurisdictions to support the implementation of the regional emission reduction plan.
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- 60 4. The AIR EXECUTIVE COMMITTEE shall guide AACOG support staff’s research, technical
- 61 analysis, and public education efforts.
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- 63 5. The AIR ADVISORY COMMITTEE shall advise the AIR EXECUTIVE COMMITTEE from the
- 64 perspective of public and private sectors and civic organizations.
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- 66 6. The AIR TECHNICAL COMMITTEE shall provide the AIR EXECUTIVE COMMITTEE with
- 67 expertise to study the technical and scientific aspects of local air quality problems.
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- 69 7. The AIR PUBLIC EDUCATION COMMITTEE, an informally structured committee, shall
- 70 advise AACOG regarding public outreach efforts and make recommendations to the AIR
- 71 EXECUTIVE COMMITTEE regarding strategies, plans, and actions related to air quality
- 72 education.
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- 74 8. AACOG shall act to facilitate meetings and to provide administrative, technical, and public
- 75 education support as directed by the AIR COMMITTEE.
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77 **Article III – Authority**

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79 The AIR COMMITTEE was founded in 1999 through an agreement between AACOG’s Board of

80 Directors and other responsible parties representing the City of San Antonio (COSA), Bexar

81 County, and the Alamo Area Metropolitan Planning Organization (MPO) (formerly the San

82 Antonio-Bexar County MPO) as a regional air quality planning advisory body and in partnership

83 with AACOG as staff support. The AIR COMMITTEE was structured under the guidance of the

84 Texas Commission on Environmental Quality (TCEQ) (formerly known as the Texas Natural

85 Resource Conservation Commission).

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**Article IV – Membership**

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1. The AIR COMMITTEE, through membership of its subcommittees, will be broadly representative of those within the San Antonio-New Braunfels MSA affected by air quality issues including government, businesses, civic organizations, industry, and the public.
2. The AIR EXECUTIVE COMMITTEE members shall represent major government organizations within the San Antonio-New Braunfels MSA.
3. The AIR EXECUTIVE COMMITTEE will include a representative from all counties within the region, including Atascosa, Bandera, Bexar, Comal, Guadalupe, Kendall, Medina, and Wilson. A county government representative shall be an elected official serving as judge or county commissioner and shall be appointed by the county they represent.
4. The AIR EXECUTIVE COMMITTEE will include a representative from the largest city in each county in the region, including Pleasanton, Bandera, San Antonio, New Braunfels, Seguin, Boerne, Hondo, and Floresville. The municipal government representative shall be an elected official serving as mayor or city councilperson and shall be appointed by letter by the municipality they represent.
5. The AIR EXECUTIVE COMMITTEE will include a representative from each of the regional planning organizations, including the Alamo Area Council of Governments Board of Directors (AACOG), Greater Bexar County Council of Cities (GBCCC), Alamo Area Metropolitan Planning Organization (MPO), and Alamo Regional Rural Planning Organization. Representatives shall be appointed by the agency they represent.
6. The AIR EXECUTIVE COMMITTEE will include as *ex officio* members representatives from the Texas Department of Transportation (TxDOT), the Federal Highway Administration (FHWA), Joint Base San Antonio (JBSA); and the Chairs of the AIR ADVISORY COMMITTEE and the AIR TECHNICAL COMMITTEE, who may not vote.
7. The AIR EXECUTIVE COMMITTEE will advise changes to membership in any committee as needed to maintain representation of all stakeholders' interests or to address San Antonio-New Braunfels MSA delineation changes made by the U.S. Census.
8. The AIR ADVISORY COMMITTEE members shall be comprised of individuals who represent businesses, environmental groups, education agencies, transportation organizations, utilities, industry, chambers of commerce, health organizations, neighborhood organizations, minority organizations, other elected officials and any other businesses or organizations determined appropriate by the AIR EXECUTIVE COMMITTEE. Organizations interested in AIR ADVISORY COMMITTEE membership shall submit a letter to the AIR EXECUTIVE COMMITTEE for nomination of an individual representative. Representatives shall be elected to membership by a majority vote of AIR EXECUTIVE COMMITTEE. Membership shall not exceed 30 individuals.
9. The AIR TECHNICAL COMMITTEE members shall be comprised of technical staff from local planning agencies knowledgeable about air quality issues, which may include:
  - a. The counties of Atascosa, Bandera, Bexar, Comal, Guadalupe, Kendall, Medina, and Wilson counties,

- b. The cities of Pleasanton, Bandera, San Antonio, New Braunfels, Seguin, Boerne, Hondo, and Floresville,
- c. The organizations of AACOG, CPS Energy, San Antonio Metropolitan Health District, Alamo Area Metropolitan Planning Organization, Alamo Regional Rural Planning Organization, Texas Department of Transportation (TxDOT) District Office, San Antonio Water System (SAWS), and VIA Metropolitan Transit, or
- d. Any agencies determined appropriate by the AIR EXECUTIVE COMMITTEE.

Organizations interested in AIR TECHNICAL COMMITTEE membership shall submit a letter to the AIR EXECUTIVE COMMITTEE for nomination of an individual representative. Representatives shall be elected to membership by a majority vote of AIR EXECUTIVE COMMITTEE.

10. The AIR TECHNICAL COMMITTEE will include as *ex officio* members representatives from the Texas Commission on Environmental Quality (TCEQ) and the Environmental Protection Agency (EPA), who may not vote.
11. The AIR EXECUTIVE COMMITTEE, AIR ADVISORY COMMITTEE, and AIR TECHNICAL COMMITTEE members may designate a principal alternate (herein referred to as alternate), who may vote. A member must submit to AACOG a letter designating a principal alternate. *Ex officio* members of the AIR EXECUTIVE COMMITTEE, the Chair of the AIR ADVISORY COMMITTEE and Chair of the AIR TECHNICAL COMMITTEE, shall designate their Vice-Chair as a principal alternate.
12. If a member of the AIR EXECUTIVE COMMITTEE, AIR ADVISORY COMMITTEE, and AIR TECHNICAL COMMITTEE, or their designated alternate, fails to attend three consecutive meetings, he or she is subject to removal by the chair of their committee. The committee shall provide the member written notice of their removal.
13. A single member may not represent two organizations in one committee. A single organization may only have a single voting member per committee. An individual may be a member on more than one AIR COMMITTEE.
14. The term of appointment for a member of the AIR COMMITTEE shall begin on the date of appointment by the member's representative body or election by the AIR EXECUTIVE COMMITTEE and shall only terminate if a successor is appointed or the member is removed.
15. A vacancy may occur when a member's term expires or a member is no longer an elected official. In the case of a vacancy, AACOG shall facilitate replacement of a member according to the aforementioned member appointment or election processes.
16. When addressing the media, posting information on social media, or otherwise making public presentations on matters affiliated with AACOG or the AIR COMMITTEE, members shall make it clear that their views and opinions are their own and do not necessarily reflect the official position of AACOG or the AIR COMMITTEE unless otherwise directed by the AIR COMMITTEE. In addition, members shall contact AACOG if contacted by the public or media on matters affiliated with AACOG or the AIR COMMITTEE and shall not use their membership affiliation to conduct personal business. The AIR EXECUTIVE COMMITTEE chair shall act as the principal spokesperson.

188 **Article V – Officers**

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- 190 1. The officers of the AIR EXECUTIVE COMMITTEE, AIR ADVISORY COMMITTEE, and AIR
- 191 TECHNICAL COMMITTEE shall include a Chair, Vice-Chair, and Alternate Vice-Chair.
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- 193 2. The Chair, Vice-Chair, and Alternate Vice-Chair shall be elected by a majority vote at the
- 194 first regular meeting in an election year. In the case of a vacancy, as defined under Article
- 195 IV, a Chair, Vice-Chair, or Alternate Vice-Chair will be elected at the next regularly
- 196 scheduled meeting.
- 197
- 198 3. The AIR EXECUTIVE COMMITTEE election years shall be odd-numbered years. The AIR
- 199 ADVISORY COMMITTEE and AIR TECHNICAL COMMITTEE election years shall be
- 200 concurrent every three years, beginning in 2017.
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- 202 4. The term of appointment for the AIR EXECUTIVE COMMITTEE Chair, Vice-Chair, and
- 203 Alternate Vice-Chair shall begin on the date of election by the AIR EXECUTIVE
- 204 COMMITTEE and last for two years, or until a successor is elected.
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- 206 5. The term of appointment for the AIR ADVISORY COMMITTEE Chair, Vice-Chair, and
- 207 Alternate Vice-Chair shall begin on the date of election by the AIR ADVISORY COMMITTEE
- 208 and last for three years, or until a successor is elected.
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- 210 6. The term of appointment for the AIR TECHNICAL COMMITTEE Chair, Vice-Chair, and
- 211 Alternate Vice-Chair shall begin on the date of election by the AIR TECHNICAL
- 212 COMMITTEE and last for three years, or until a successor is elected.
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- 214 7. Officers may serve consecutive terms indefinitely.
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- 216 8. AACOG staff and *ex officio* members may not serve as officers.
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- 218 9. The Chair shall preside over their committee meetings. The Vice-Chair will preside in the
- 219 absence of the Chair. If no Chair or Vice-Chair is in attendance, the Alternate Vice-Chair will
- 220 preside.
- 221
- 222 10. The AIR EXECUTIVE COMMITTEE Chair may sign instruments which the AIR EXECUTIVE
- 223 COMMITTEE has authorized to be executed, and in general, may perform all duties incident
- 224 to the office of the Chair and other such duties as may be prescribed by the AIR
- 225 COMMITTEE from time to time.
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227 **Article VI – Meetings**

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- 229 1. The AIR EXECUTIVE COMMITTEE, AIR ADVISORY COMMITTEE, and AIR TECHNICAL
- 230 COMMITTEE shall schedule regular meetings approximately every two months and will
- 231 attempt to meet at least six times per year. The AIR EXECUTIVE COMMITTEE meetings
- 232 will generally occur prior to and on the same day as AACOG Board of Directors meetings.
- 233 The AIR ADVISORY COMMITTEE and AIR TECHNICAL COMMITTEE meetings will
- 234 generally precede the AIR EXECUTIVE COMMITTEE meetings in order to provide input and
- 235 guidance to the AIR EXECUTIVE COMMITTEE agenda items. In general, the AIR
- 236 ADVISORY COMMITTEE will meet on the second Thursday of the month, and the AIR
- 237 TECHNICAL COMMITTEE will meet on the second Monday of the month.
- 238

- 239 2. Meeting dates and times may be changed, additional meetings may be called, and meetings  
240 may be cancelled with the consensus of the Chair and Vice-Chair of the committee via  
241 telephone.  
242
- 243 3. Regular meetings shall be held at AACOG located at 8700 Tesoro Drive, San Antonio, TX.  
244 Meeting location may change subject to availability.  
245
- 246 4. A quorum will consist of 40% of the number of members on a committee (excluding any  
247 vacancies and *ex officio* members). Without a quorum present, a meeting shall adjourn  
248 immediately or otherwise take measures to obtain a quorum.  
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- 250 5. A Chair, Vice-Chair, or Alternate Vice-Chair must be present to conduct an AIR EXECUTIVE  
251 COMMITTEE, AIR ADVISORY COMMITTEE, and AIR TECHNICAL COMMITTEE meeting.  
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- 253 6. Every member of the committee who is present shall vote or reserve the right to not vote.  
254 Members shall not vote on items where there is a conflict of interest.  
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- 256 7. Voting is conducted during committee meetings. A majority vote of the members or  
257 designated alternates present at committee meetings shall prevail on all motions,  
258 resolutions, or election of officers. A member may be “present” physically, by means of  
259 telephone or by means of video transmission.  
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- 261 8. The AIR EXECUTIVE COMMITTEE, AIR ADVISORY COMMITTEE, and AIR TECHNICAL  
262 COMMITTEE meetings will be conducted in accordance with these bylaws and the most  
263 recent revision of Roberts Rules of Order, where these bylaws supersede Roberts Rules of  
264 Order.  
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- 266 9. The AIR EXECUTIVE COMMITTEE, AIR ADVISORY COMMITTEE, and AIR TECHNICAL  
267 COMMITTEE will only discuss agenda items during committee meetings.  
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- 269 10. Committee meetings will be open to the public. At AIR EXECUTIVE COMMITTEE, AIR  
270 ADVISORY COMMITTEE, and AIR TECHNICAL COMMITTEE meetings, an opportunity for  
271 public comment will be provided under the agenda item “Citizens to be Heard” or during  
272 discussion of a related action item on the agenda, not both.  
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- 274 11. Any person or organization wishing to address the committee shall sign up to speak. An  
275 individual or an individual representing an organization will have three minutes to speak.  
276 That time period may be expanded to a maximum of nine minutes, providing the speaker  
277 has been allotted the time reserved by two others who have registered to speak.  
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- 279 12. AACOG staff shall prepare the minutes.  
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## 281 **Article VII – Amendments**

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- 283 1. These bylaws may be amended by a majority vote at a regularly scheduled AIR  
284 EXECUTIVE COMMITTEE meeting.  
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- 286 2. A copy of the proposed amendments shall be transmitted, via written or electronic  
287 communication, to all AIR COMMITTEES for review at least 5 days prior to the meeting at  
288 which they will be considered.  
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- 290 3. The effective date of the bylaw amendments is the date the AIR EXECUTIVE COMMITTEE  
291 approves the amendments.  
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- 293 4. Adoption and Amendment History  
294 a. Formation adopted March 25, 1999  
295 b. Amended February 11, 2003  
296 c. Bylaws adopted April 23, 2003  
297 d. Amended November 3, 2004  
298 e. Amended October 24, 2012  
299 f. Corrected March 18, 2013  
300 g. Amended July 24, 2013  
301 h. Corrected August 1, 2013  
302 i. Amended May 25, 2016