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**BYLAWS OF THE  
ELECTRIC UTILITY COMMISSION**

**ARTICLE 1. NAME.**

The name of the board is the Electric Utility Commission.

**ARTICLE 2. PURPOSE AND DUTIES.**

The purpose of the board is as follows:

- (A) The commission shall review and analyze all policies and procedures of the electric utility, including the electric rate structure, fuel costs and charges, customer services, capital investments, new generation facilities, selection of types of fuel, budget, strategic planning, regulatory compliance, billing procedures, and the transfer of electric utility revenues from the utility fund to the general fund.
- (B) The commission shall advise the city council, the city manager, the electric utility, city departments, and city boards, commissions, and committees on policy matters relating to the electric utility. All advisory information given shall simultaneously be forwarded to the city manager.
- (C) The commission may review, study, and make recommendations to the Planning Commission on proposed electric utility projects for inclusion in the Capital Improvements Program.
- (D) The commission may request that the city council hire an outside consultant every five years to make a comprehensive review of the policies and procedures of the electric utility. The commission may initiate an external or internal review of the policies and procedures of the electric utility. If the commission initiates a review, it shall report its findings to the city council and the city manager.
- (E) The commission shall interpret the role of the electric utility to the public and the role of the public to the electric utility. The commission may hold a public hearing and briefing session every six months to explain new policies and to take citizens comments, suggestions, and complaints.
- (F) The commission may make recommendations to the city council before final council action on a policy or procedure of the electric utility.
- (G) The commission shall request from the city manager any information which it deems to pertain to the electric utility.
- (H) The commission shall, as a body, review customer complaint procedures, accept specific customer grievances and complaints, and make recommendations to the city council and city manager based on its findings. This duty does not supersede, replace, or substitute for the appeal procedures provided to customers in the City Utility Service Regulations.
- (I) The commission shall seek to promote close cooperation between the city council, other city boards, committees, and commissions, city departments and individuals, institutions and agencies concerned with the policies, procedures, and operations of the electric utility to the end that all similar activities within the City may be coordinated to secure the greatest public welfare.

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### ARTICLE 3. MEMBERSHIP.

- (A) The board is composed of **eleven** members appointed by the city council.
- (B) A member serves at the pleasure of the city council.
- (C) Board members serve for a term of **four** years beginning **March 1<sup>st</sup>** on the year of appointment.
- (D) An individual board member may not act in an official capacity except through the action of the board.
- (E) A board member who is absent for three consecutive regular meetings or one-third of all regular meetings in a “rolling” twelve month timeframe automatically vacates the member’s position subject to the holdover provisions in Section 2-1-27 of the City Code. This does not apply to an absence due to illness or injury of the board member, an illness or injury of a board member’s immediate family member, **active military service**, or the birth or adoption of the board member’s child for 90 days after the event. The board member must notify the staff liaison of the reason for the absence not later than the date of the next regular meeting of the board. Failure to notify the liaison before the next regular meeting of the board will result in an unexcused absence.
- (F) At each meeting, each board member shall sign an attendance sheet which indicates that the member does not have a conflict of interest with any item on that agenda, or identifies each agenda item on which the member has a conflict of interest. Failure to sign the sheet results in the member being counted as absent and his/her votes are not counted.
- (G) A member who seeks to resign from the board shall submit a written resignation to the chair of the board, the staff liaison, or the city clerk’s office. If possible, the resignation should allow for a thirty day notice so the city council can appoint a replacement.

### ARTICLE 4. OFFICERS.

- (A) The officers of the board shall consist of a chair and a vice-chair.
- (B) Officers shall be elected annually by a majority vote of the board at the first regular meeting after **April 1<sup>st</sup>**. In the event a current officer becomes ineligible to serve as an officer, the board may hold an emergency election as needed.
- (C) The term of office shall be one year, beginning **May 1st and ending April 30<sup>th</sup>**. An officer may continue to serve until a successor is elected. A person may not serve as an officer in a designated position of a board for more than four consecutive one-year terms. A person who has served as an officer in a designated position of a board for four consecutive terms is not eligible for re-election to that designated office until the expiration of two years after the last date of the person’s service in that office. The board may override the term limit provision for an officer by an affirmative vote of two-thirds of the authorized board members.
- (D) A member may not hold more than one office at a time.

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## **ARTICLE 5. DUTIES OF OFFICERS.**

- (A) The chair shall preside at board meetings, appoint all committees, represent the board at ceremonial functions and approve each final meeting agenda.
- (B) In the absence of the chair, the vice-chair shall perform all duties of the chair.

## **ARTICLE 6. AGENDAS.**

- (A) Two or more board members may place an item on the agenda by oral or written request to the staff liaison at least five days before the meeting. After first consulting with and receiving input from the staff liaison, the chair shall approve each final meeting agenda.
- (B) The board liaison shall submit the meeting agenda through the online agenda posting system for each meeting not less than 72 hours before the meeting.
- (C) Posting of the agenda must comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).

## **ARTICLE 7. MEETINGS.**

- (A) The board meetings shall comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).
- (B) Board meetings shall be governed by Robert's Rules of Order.
- (C) The board may not conduct a closed meeting without the approval of the city attorney.
- (D) The board shall meet monthly. In November of each year, the board shall adopt a schedule of the meetings for the upcoming year, including makeup meeting dates for the holidays and cancelled meetings.
- (E) The chair may call a special meeting, and the chair shall call a special meeting if requested by three or more members. The call shall state the purpose of the meeting. A board may not call a meeting in addition to its regular scheduled meetings as identified in its adopted meeting schedule, more often than once a quarter, unless the meeting is required to comply with a statutory deadline or a deadline established by Council.
- (F) Six members constitute a quorum.
- (G) If a quorum for a meeting does not convene within one-half hour of the posted time for the meeting, then the meeting may not be held.
- (H) To be effective, a board action must be adopted by an affirmative vote of the number of members necessary to provide a quorum.

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2 (I) The chair has the same voting privilege as any other member.  
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4 (J) The board shall allow citizens to address the board on agenda items and during a period of time set  
5 aside for citizen communications. The chair may limit a speaker to three minutes.  
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7 (K) The staff liaison shall prepare the board minutes. The minutes of each board meeting must include  
8 the vote of each member on each item before the board and indicate whether a member is absent or  
9 failed to vote on an item.  
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11 (L) The city clerk shall retain agendas, approved minutes, internal review reports and bylaws. The  
12 electric utility department (i.e., Austin Energy) shall retain all other board documents. The  
13 documents are public records under Texas Local Government Code Chapter 552 (Texas Public  
14 Information Act).  
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16 (M) The chair shall adjourn a meeting not later than 10 p.m., unless the board votes to continue the  
17 meeting.  
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19 (N) Each person and board member attending a board meeting should observe decorum pursuant to  
20 Section 2-1-48 of the City Code.

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22 ~~(O) A member of the public may not address a board at a meeting on an item posted as a briefing.~~  
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## 24 **ARTICLE 8. COMMITTEES/WORKING GROUPS.**

### 25 COMMITTEES

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27 (A) The Electric Utility Commission will have no committees.  
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29 (B) Each committee must be established by an affirmative vote of the commission. A committee  
30 cannot meet until its creation is approved by the Council Audit and Finance Committee. Each  
31 committee shall consist of at least three commissioners appointed by the chair. A staff member  
32 shall be assigned to each committee by the director of the Watershed Protection Department.  
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34 (C) The commission chair shall appoint a commissioner as the committee chair, with the  
35 commissioners' consent.  
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37 (D) A majority of the total number of appointed committee members constitutes a quorum.  
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39 (E) Each committee shall meet on a regularly scheduled basis at least quarterly.  
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41 (F) Each committee shall make an annual report to the commission at the January commission meeting.  
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43 (G) Committee meetings must be posted in accordance with Texas Government Code Chapter 551  
44 (Texas Open Meetings Act).  
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46 (H) At each committee meeting, a committee member shall sign in on a sheet provided and shall  
47 indicate that the member has no conflict of interest with any item on the committee meeting  
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agenda, or identify each agenda item on which the member has a conflict of interest.

WORKING GROUPS

- (A) The board can determine the size of a working group but the number of board members serving on the working group must be less than a quorum of the board.
- (B) A working group may designate a chair, with the member's consent, but is not required to do so.
- (C) Quorum requirements do not apply to working groups.
- (D) Staff support will not be provided for working groups.
- (E) Working groups are not required to post their meetings in accordance with the Texas Government Code Chapter 551 (Texas Open Meetings Act).

**ARTICLE 9. PARLIAMENTARY AUTHORITY.**

The rules contained in the current edition of Robert's Rules of Order shall govern the board in all cases to which they are applicable, except when inconsistent with these bylaws or with special rules of procedure which the board or city council may adopt.

**ARTICLE 10. AMENDMENT OF BYLAWS.**

A bylaw amendment is not effective unless approved by the Council Audit and Finance Committee.

The bylaws were approved by the Electric Utility at their meeting held November 16, 2015.

  
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Jeffrey Vice  
Staff Liaison