

OPERATING PROCEDURES  
OF  
PORTAGE RIVER BASIN COUNCIL

ARTICLE I: NAME, GEOGRAPHIC EXTENT

Section 1. – Name: The name of the association is the Portage River Basin Council, hereinafter referred to as “the Committee.”

Section 2. – Geographic Extent: For the purpose of this document the geographic extent of the Portage River Basin Council shall include all of the land that drains into the Portage River in Hancock, Ottawa, Sandusky, Seneca, and Wood counties in Ohio, its tributaries and ditches, hereinafter referred to as “the watershed.”

ARTICLE II: MISSION AND GOALS

Section 1. – Mission: Preserve and restore the integrity of all waterways in the Portage River watershed; promote the health and safety of persons living, working, visiting, or enjoying recreational activities there; protect the property of its landowners; safeguard its wildlife habitat; preserve its natural and scenic beauty; and encourage community activity that will sustain the watershed’s unique qualities now and into the future.

Protect and improve the environmental and water quality of the Portage River Basin by establishing processes and working groups within the Portage River Basin Council to implement the goals set by the *Portage River Watershed Plan*.

Section 2. – Goal: Provide assistance, coordination, and planning by furnishing administrative support through participation in the Portage River Basin Council and its working groups.

ARTICLE III: REPRESENTATION AND MEMBERSHIP

Section 1. – Eligibility: any member of TMACOG that subscribe to the mission and goals of the Committee is eligible to serve as a member and fill a position as listed in Section 2.

Section 2. – Types of Membership: Members will be sought to fill and maintain positions as listed below:

1. Counties: The Board of Commissioners of each county of the watershed that is a member of TMACOG may appoint up to x members.
2. Local Political Jurisdictions: Each city, village, township, or authority within the watershed that is a member of TMACOG may appoint 1 representative.
3. Governmental Agencies: each governmental agency, that is a member of TMACOG independent of political jurisdictions, and conducts operations in the watershed, may appoint 1 member.
4. Non-Profits: each private non-profit agency, that is a member of TMACOG and conducts operations in the watershed may appoint 1 member.
5. Businesses: each business that is a member of TMACOG and conducts operations in the watershed may appoint 1 member.

Section 3. – Role of Members: Members are responsible for working to fulfill the Mission and Goals of the Committee as listed in Article II. The members of the Committee will be expected to attend regular meetings as scheduled. Members may appoint alternates who may represent them fully at meetings. Alternate appointments must be made in writing.

Section 4. – Subcommittees: the Committee may appoint advisory subcommittees as it deems necessary.

#### ARTICLE IV: SELECTION PROCEDURE

Section 1. – Selection: Representatives of members listed in Article III Section 2 shall be appointed by member organizations by letter to TMACOG. The Committee must approve nominations by a majority vote at a regular meeting, confirmed by the Chair of the TMACOG Environmental Council.

#### ARTICLE V: TENURE

Section 1. – Terms: member representatives serve on the Committee for a period of one year, subject to annual reappointment at the TMACOG General Assembly. Any representative who resigns from the Committee will be replaced through the above listed methods. The replacement member will be eligible to fill the position for the remainder of the current term.

Section 2. – The Portage River Basin Council shall be a Committee of TMACOG pursuant to Section X of the TMACOG bylaws, reporting to the Environmental Council. The Committee will exist for the duration that it has active projects and business to conduct.

#### ARTICLE VI: MEETINGS

Section 1. – Regular Meetings: The Committee will normally meet **three times annually** while there are one or more active projects before the committee. The Committee will schedule its meetings as needed to accomplish its tasks.

Section 2. – Special Meetings: Special meetings of the Committee may be called if circumstances require such an event. When possible, two-weeks' notice will be given before a special meeting is held.

Section 3. – Attendance: Failure for a Committee member to attend at least 2 regular meetings over a one-year period will result in replacement of that committee member by the means listed above under Article IV.

Section 4. – Voting – Each Committee member will cast one vote each time a vote is called for. If a member is absent from a meeting, their vote will be forfeited. Voting by e-mail, fax, or conference call is not permitted.

Section 5. – Quorum – A quorum shall consist of one more than half of the appointed members (see Article III, Section 2). Vacant membership slots are not counted in determining number needed for a quorum. All committee activities will comply with TMACOG's policy on the Ohio Open Meeting Act.

#### ARTICLE VII: OFFICERS

Section 1. – Facilitator: TMACOG will designate a staff member to coordinate the committee and facilitate meetings.

Section 2. — TMACOG staff shall provide secretarial support for the committee.

#### ARTICLE VIII: AMENDMENTS

Section 1. – Proposals: Any Committee member may make Proposals for amendments to these bylaws at any time. Proposals shall be formally presented to TMACOG in writing for consideration by the full committee. All amendments must be ratified at a Committee meeting.

#### ARTICLE IX: PARLIAMENTARY AUTHORITY

Section 1. – Parliamentary Authority: Except where otherwise specified within these bylaws, the rules contained in the most recent edition of Robert’s Rules of Order shall govern Committee proceedings.

#### ARTICLE X: BYLAW RATIFICATION

Section 1. – Ratification: These bylaws will go into effect after approval by a majority vote of the Committee members, and approval by the TMACOG Environmental Council and Executive Committee.

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Theodore J. Rutherford, Chair  
TMACOG

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Anthony L. Reams, President  
TMACOG