

# Region 53 700 MHz Plan

## Appendix A - BYLAWS

### ARTICLE 1 NAME & PURPOSE

1.1 The name of this committee shall be the Region 53, 700 MHz Regional Planning Committee. Its primary purpose is to foster cooperation between members, to develop a Regional Plan for use of the 700 MHz Public Safety band in the 47 county South Texas area, and to implement that plan. This committee is formed in accordance with 47 USC 90.257 and the procedures detailed in the Federal Communication's *First Report and Order and Third Notice of Proposed Rulemaking* (14 FCC Rcd 152), and the *Second Memorandum Opinion and Order* (15 FCC Rcd 16851).

### ARTICLE II MEMBERS

For purposes of this Article, the term "member," unless otherwise specified, refers to both voting and nonvoting members.

2.1 Number, Election and Qualification. The Regional Committee shall have two classes of members, "voting members" and "non-voting members." New members may be added at annual, special, or regular meetings.

A. Voting Members. Voting members shall consist of one representative from any agency engaged in public safety in the forty-seven (47) county South Texas area (the Counties of Aransas, Atascosa, Bandera, Bee, Bexar, Brooks, Calhoun, Cameron, Comal, DeWitt, Dimmit, Duval, Edwards, Frio, Gillespie, Goliad, Gonzales, Guadalupe, Hidalgo, Jackson, Jim Hogg, Jim Wells, Karnes, Kendall, Kenedy, Kerr, Kinney, Kleberg, LaSalle, Lavaca, Live Oak, Maverick, McMullen, Medina, Nueces, Real, Refugio, San Patricio, Starr, Uvalde, Val Verde, Victoria, Webb, Willacy, Wilson, Zapata, and Zavala) that is eligible to hold a license under 47 CFR 90.523 or 47 CFR 2.103. No single agency shall be allowed more than one member for each distinct eligibility category (e.g. police, fire, EMS, emergency management, public safety communications) within the agency's organization or political jurisdiction. When voting on any issue, upon the specific request of any member, the voting members must identify themselves and the agency and eligibility category which they represent. Voting members may not vote on issues involving their entity.

B. Non-Voting Members. Non-voting members are all others interested in furthering the goals of public safety communications.

2.2 Tenure. Each member shall hold membership from the date of acceptance until resignation or removal.

2.3 Powers and Rights. In addition to such powers and rights as are vested in them by law, or by these bylaws, the members shall have such other powers and rights as the membership may determine from time to time.

2.4 Suspension and Removal. A member may be suspended or removed with cause by vote of a two-thirds majority of voting members present at an annual, special, or regular meeting, after reasonable

notice and an opportunity to be heard. Failure to attend 50% of meetings held in a calendar year, either in person or by proxy, shall be a specific cause for removal from the membership.

2.5 Resignation. A member may resign by delivering written resignation to any officer of the Regional Committee or to a meeting of the members.

2.6 Proxies. Voting members may vote either in person (teleconference participation accepted) or by written proxy dated not more than one month before the meeting named therein, which proxies shall be filed with the secretary or other person responsible for recording the proceedings of the meeting. Unless otherwise specifically limited by their terms, such proxies shall entitle the holders thereof to vote at any adjournment of any meeting. The proxy shall terminate after the final adjournment of such meeting.

### **ARTICLE III MEETINGS**

3.1 Annual Meetings. An annual meeting of the members shall be held at San Antonio, Texas on the first Thursday of March of each year, or if that date is a legal holiday in the place where the meeting is to be held, then on the next succeeding business day that is not a legal holiday. If an annual meeting is not held as herein provided, a special meeting of the members may be held in place thereof with the same force and effect as the annual meeting, and, in such case, all references in these bylaws, except in this Section 3.1, to the annual meeting of the members shall be deemed to refer to such special meeting. Any such special meeting shall be called and notice shall be given as provided in Sections 3.2 and 3.4.

3.2 Special Meetings. Special meetings of the members may be held at any time and at any place within the regional area. Special meetings of the members may be called by the chairman, or in case of death, absence, or incapacity, by any other officer, or upon written application to the secretary of two or more members.

3.3 Quarterly Meetings. Quarterly meetings of the committee shall be held the first Thursday of June, September, and December of each year at a location to be determined by the Committee. It is the prerogative of the Chairman to cancel any regular quarterly meeting at which there is no business to be conducted.

#### 3.4 Call and Notice.

A. Meetings. Reasonable notice of the time and place of annual, special, and regular meetings of the members shall be given to each member. Such notice must specify the purposes of the meeting.

B. Reasonable and sufficient notice. Except as otherwise expressly provided, it shall be reasonable and sufficient notice to a member to send notice by mail at least fifteen (15) business days, or by e-mail/facsimile at least ten (10) business days before the meeting, addressed to such member at his or her usual or last known business address, or, to give notice to such member in person or by telephone at least ten (10) business days before the meeting.

3.5 Quorum. A quorum consists of members present, including teleconferencing members.

3.6 Action by Vote. Each voting member shall have one vote; non-voting members have no right to vote. When a quorum is present at any meeting, a majority of the votes cast by the voting members present shall decide any question, including election to any office, unless otherwise provided by law or by these bylaws.

3.7 Action by Writing. Any action required or permitted to be taken at any meeting of the members may be taken without a meeting if a majority of the members who respond consent to the action in writing. Written consents are filed with the records of the meetings of the members. Such consents shall be treated for all purposes as a vote at a meeting.

## **ARTICLE IV OFFICERS AND AGENTS**

4.1 Number and qualification. The officers of the Regional Committee shall be a chairman, vice-chairman, treasurer, secretary and such other officers, if any, as the voting members may determine.

4.2 Election. The officers shall be elected by the voting members at the convening meeting and, thereafter, every five years beginning at the annual meeting in 2017.

4.3 Tenure. The officers shall each hold office for a term of five years, or until their successor, if any, is chosen, or in each case until he or she sooner dies, resigns, is removed or becomes disqualified.

4.4 Chairman. The chairman shall be the chief executive officer of the Regional Committee and, subject to the control of the voting members, shall have general charge and supervision of the affairs of the Regional Committee. The chairman shall preside at all meetings of the Regional Committee.

4.5 Vice-Chairman. The vice-chairman will temporarily assume the duties of the chairman if for any reason the chairman is absent from, or otherwise unable to serve, at any Committee meeting.

4.6 Treasurer. The treasurer shall be the chief financial officer and the chief accounting officer of the Regional Committee. The treasurer shall be in charge of its financial affairs, funds, and valuable papers and shall keep full and accurate records thereof. The office of Treasurer may be combined with the office of Secretary.

4.7 Secretary. The secretary shall record and maintain records of all proceedings of the members in a file or series of files kept for that purpose, which file or files shall be kept within the Region and shall be open at all reasonable times to the inspection of any member. Such file or files shall also contain records of all meetings and the original, or attested copies, of bylaws and names of all members and the address (including e-mail address, if available) of each. If the secretary is absent from any meeting of members, a temporary secretary chosen at the meeting shall exercise the duties of the secretary at the meeting. The office of Secretary may be combined with the office of Treasurer.

4.8 Suspension or Removal. An officer may be suspended with cause by vote of two-thirds majority of the voting members present.

4.9 Resignation. An officer may resign by delivering his or her written resignation to any other officer of the Regional Committee. Such resignation shall be effective upon receipt (unless specified to be effective at some other time), and acceptance thereof shall not be necessary to make it effective unless it so states.

4.10 Vacancies. If the office of any officer becomes vacant, the voting members may elect a successor. Each such successor shall hold office for the remainder terms, and in the case of the chairman, vice-chairman, treasurer and secretary until his or her successor is elected and qualified, or in each case until he or she sooner dies, resigns, is removed or becomes disqualified.

**ARTICLE V  
AMENDMENTS**

These bylaws may be altered, amended or repealed in whole or in part. The voting members present may by a two-thirds vote, alter, amend, or repeal any bylaws adopted by the Regional Committee members or otherwise adopt, alter, amend or repeal any action taken by the voting members.

**ARTICLE VI  
DISSOLUTION**

If for any reason this Regional Committee is dissolved as approved by the FCC any assets remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific or philanthropic organization(s) selected by those members in attendance at this special called meeting. The FCC shall be notified.

**ARTICLE VII  
RULES OF PROCEDURES**

The Conduct of Regional Meetings including, without limitation, debate and voting, shall be governed by Robert's Rules of Order, newly revised 2000 edition, tenth edition, Henry M. Robert III, William J. Evans, Daniel H. Honeman, and Thomas J. Balch.