

BY-LAWS

OF THE

NATIONAL TRIBAL

WATER COUNCIL

Adopted by the

Interim Council of the

National Tribal Water Council

May 16, 2007

NATIONAL TRIBAL WATER COUNCIL BY-LAWS

PREAMBLE

The National Tribal Water Council is a technical and scientific body created to assist the Environmental Protection Agency, federally recognized Indian Tribes, including Alaska Native Tribes, and their associated tribal communities and tribal organizations, with research and information for decision-making regarding water issues and water-related concerns that impact Indian and Alaska Native tribal members, as well as other residents of Alaska Native Villages and Indian Country in the United States.

The National Tribal Water Council (hereafter “NTWC” or “Council”) does hereby adopt the following rules of conduct and internal policies and procedures under which the NTWC will operate. Hereafter the by-laws of the NTWC shall be referred to as the by-laws.

ARTICLE I. PURPOSE

The NTWC was established to advocate for the best interests of federally-recognized Indian and Alaska Native Tribes in matters pertaining to water. It is the intent of the NTWC to advocate for the health and sustainability of clean water, and for the productive use of water for the health and well-being of Indian Country, Indian communities, Alaska Native Tribes and Alaska Native Villages.

ARTICLE II. DUTIES OF COUNCIL OFFICERS AND MEMBERS

A. CHAIRPERSON

The Chairperson will be the presiding officer of the NTWC. The Chairperson will be responsible for conducting meetings in accordance with the by-laws. In carrying out the duties of the office, the Chairperson shall:

1. Acquire a working knowledge of the by-laws and meeting procedures;
2. Call, preside, and maintain order of meetings of the NTWC;
3. Decide and explain questions of order and decorum;
4. Be informed about the NTWC purposes and activities;
5. Extend every courtesy to the opponents of a motion even though the matter is the one the Chairperson favors;

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6. State and report the results of all motions before the NTWC and document in the official minutes of the NTWC; and
7. Have a vote in all matters that are voted on by the NTWC.

B. VICE-CHAIRPERSON

In carrying out the duties of the office, the Vice-Chairperson shall:

1. Be available at the call of the NTWC Chairperson for discussion of NTWC business; and
2. In the absence of the Chairperson, assume all duties of the Chairperson.

C. GENERAL DUTIES AND RIGHTS

1. In carrying out their responsibilities as members of the NTWC, all members shall:
 - a. Attend each semi-annual meeting, and participate in all conference calls.
 - b. Be recognized by the presiding officer before speaking, and avoid speaking upon any matter until it is properly presented before the Council for discussion;
 - c. Yield the floor for calls to order or privilege;
 - d. Avoid engaging in debate about personal matters or personalities not relevant to the matter under consideration;
 - e. Avoid disturbing, in any way, speakers before the Council; and
 - f. Refrain from acting on behalf of the NTWC without express authorization from the Council.
2. As a matter of right, all members may:
 - a. Offer any motion that is pertinent to the business at hand;
 - b. Explain and discuss any matter properly before the Council;
 - c. Make appropriate calls for order or privilege;
 - d. Appeal the decision of the presiding officer to the full Council;
 - e. Offer necessary explanations of the member's reasons for a particular vote to be included in the record, if desired; and
 - f. Hold the floor (when properly obtained) until through speaking.

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ARTICLE IV. MEETINGS

A. REGULAR MEETINGS

The dates and times of the two (2) annual meetings of the full NTWC may be changed from time to time. One of the two annual meetings shall be held in Washington, D.C. Notice of regular meetings and a proposed agenda shall be distributed to members of the Council prior to the regular meetings.

B. CONFERENCE CALL MEETINGS

Conference call meetings of the Council shall be held on the second Wednesday of the month, 11:00 a.m. (Eastern time) each month of the calendar year. The agenda for the conference call meetings shall be open to revision to better able the Council to address emerging issues and concerns. Special conference call meetings of the NTWC shall be scheduled by (1) the Chairperson, (2) upon written request to the Chairperson by petition of at least three members of the Council, (3) upon written request to the Chairperson by the NTWC EPA project officer, or (4) upon written request to the Chairperson by the NTWC project manager, if an emerging issue warrants such call. An e-mail request shall be treated as a written request. During a special conference call meeting, only the business for which the special meeting was called shall be conducted.

C. TRIBAL CAUCUS DURING MEETINGS

At any time during a NTWC meeting, including conference calls, a NTWC member or the NTWC project manager may request that the meeting recess for a tribal caucus. A request for a tribal caucus has the same standing as a privileged motion that does not require a second, is not debatable, is not amendable, and is not voted upon.

Upon receiving a request for a tribal caucus, the NTWC shall recess for the tribal caucus. Other persons may be invited to participate in the tribal caucus by consensus or by a majority vote of the NTWC. (Consensus, for the purpose of these by-laws, is defined as a circumstance in which no one opposes an action or decision.)

No meeting minutes of a tribal caucus shall be documented in the official record of the NTWC.

D. ORDER OF BUSINESS

The business of the NTWC shall be transacted as far as practicable in the following order:

1. Opening of the Meeting
2. Introductions

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3. Roll Call
4. Reading and Approval/Amendment of Minutes
5. Reports and Updates
6. Meeting Topics
 - Special Business Items
 - Unfinished Business
 - New Business
7. Announcements
8. Setting of Next Meeting Date and Time
9. Closing of the Meeting

ARTICLE V. QUORUM

A majority of the NTWC members shall constitute a quorum for the transaction of business at any meeting of the Council.

ARTICLE VI. MANNER OF ACTING

Decisions of the NTWC shall generally be determined by consensus of the NTWC voting membership.

There shall be no proxy participation or voting during any NTWC meeting or conference call.

If a consensus is not reached for any action item, any member may make a motion to vote on the matter. A motion for a vote of the NTWC members is a privileged motion that does not require a second, is not debatable, and is not amendable.

The NTWC should strive to achieve consensus on all actions proposed. If a vote is to be taken on any given item, a majority vote of a quorum of the Council present at a meeting shall be required to conduct business, except for those matters which require a specific number or percentage vote. If a quorum of the Council was present at a meeting and a majority of that quorum decided a matter before the NTWC, that decision shall be considered an act of the NTWC. A two-thirds majority vote shall apply only in those instances that are consistent with the by-laws of the NTWC. When any procedures are not prescribed in the by-laws of the NTWC, such meeting and voting procedures shall be determined by *Robert's Rules of Order Newly Revised, 10th Edition*.

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ARTICLE VII. RESIGNATION OF COUNCIL MEMBERS

Any member of the NTWC may resign at any time by submitting a letter of resignation to the NTWC Chairperson, or by resigning in person at any meeting of the NTWC at which a quorum is present.

ARTICLE VIII. REMOVAL

The NTWC may remove an officer or member for just cause under the requirements of the by-laws and the following procedures. Written notice of the Council's intention to remove a member must be provided to the member at least 15 days before the meeting at which the removal will be considered. The notice must include (1) an opportunity for the member to be heard on the matter and a specification of the reason for the proposed removal, and (2) a statement advising the member that he or she can resign. As used in the rule, the term "just cause for removal" will be established if:

1. The member has unexcused absences from two or more consecutive meetings of the Council;
2. The member is no longer employed by a tribe or tribally-authorized organization;
3. The member is engaged in activities that are contrary to the purposes of the NTWC;
4. The member has been involved in gross misconduct of a type that would make the member incapable of performing his or her duties and responsibilities as a member of the NTWC; or
5. The member has violated the "General Duties and Rights" section of these By-laws (Article II, Section C).

ARTICLE IX. VACANCIES

In the event of a NTWC member vacancy, such an opening shall be filled by the procedure provided in the by-laws of the NTWC.

ARTICLE X. CONFLICTS OF INTEREST/ NEPOTISM

Any member of the NTWC who has a personal conflict of interest in the outcome of a subject under consideration by the Council has a duty to disclose the potential conflict of interest or nepotism and disqualify himself/ herself from any vote on that subject.

ARTICLE XI. COUNCIL MEMBERSHIP

A. APPOINTMENT OF MEMBERS

The NTWC project director and project administrator shall appoint the NTWC members, with the advice and consent of the NTWC, during the initial four-year period of the Environmental Protection Agency Cooperative Grant funding of the NTWC.

The full Council shall consist of fifteen (15) members. Nine members shall be appointed, one from each of the nine EPA regions with federally-recognized Tribes, and six members shall serve as at-large members. All members must meet the qualifications specified by these by-laws.

The NTWC reserves the right to appoint additional members up to a total of twenty (20) Council members.

The NTWC project manager and NTWC project administrator shall solicit membership nominations from the NTWC, EPA, Indian and Alaska Native Tribes, and other entities, as specified by the NTWC.

Persons meeting the qualifications for the NTWC shall be presented to the NTWC for review and comment before offering an appointment to a candidate for the NTWC. If vacancies occur after the initial appointment of the NTWC, the NTWC project manager and the project administrator shall, in cooperation with the NTWC, seek and appoint replacements on the NTWC.

Members of the first full Council shall serve staggered two- or three-year terms, determined by lot. Thereafter, all Council members shall serve three-year terms. There shall be no prohibition on re-nominating and re-appointing members whose terms are due to expire.

B. MEMBERSHIP QUALIFICATIONS

The NTWC is a technical and scientific body created to assist Indian and Alaska Native Tribes by providing research and information regarding water-related issues for policy-making at the national level. The categories of water-related issues include, but are not limited to, surface water, wetlands, non-point source pollution, point source pollution, drinking water, groundwater, oceans/estuaries, and underground injection. The following criteria shall be used to determine the qualifications of nominees for membership on the NTWC:

1. Members of the NTWC must have a vocational/ professional background and previous or current hands-on water-related expertise in Indian Country, including Alaska Native Villages.
2. Members of the NTWC must be employed by a federally-recognized Tribe or tribally-authorized organization, and have the support and consent of their employer to participate in the activities of the NTWC. (A tribally-authorized organization must provide adequate

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documentation of the existence of its authority.)

3. Members must be willing and able to provide oral and written scientific and, as appropriate, culturally-based opinions on water-related issues confronting Indian Tribes and Alaska Native Tribes.
4. Members must be willing to review and discuss water-related issues in Indian Country with a perspective that will enhance the efforts of the NTWC, EPA, Indian Tribes and Alaska Native Tribes to improve the health and safety of Tribal communities.
5. Members must be willing to faithfully participate in the monthly conference calls and the two (2) regularly scheduled annual meetings of the NTWC.
6. Members must be willing and able to share information and explain to third parties the goals and purposes of the NTWC.
7. Members who participate in water-related educational and professional forums at NTWC expense must report back to the NTWC.
8. Members must document their travel and other approved expenditures for the purposes of NTWC fiscal accounting and audits.

C. ELECTION OF OFFICERS

The officers of the NTWC shall be elected by secret ballot every other calendar year. The elected officers of the NTWC shall be members of the NTWC, and their terms of office shall be for two years.

ARTICLE XII. FISCAL MANAGEMENT AND BUSINESS OPERATIONS

The fiscal management and business activities of the NTWC shall be managed by the NTWC project manager and project administrator, as specified in the Environmental Protection Agency Cooperative Agreement that funds the operation of the NTWC. The conduct of fiscal business, record keeping, and operations shall be governed by the requirements specified by the EPA Cooperative Agreement.

After the initial four-year funding of the NTWC by the EPA Cooperative Agreement, the NTWC fiscal and business operations shall be conducted by the regulations and procedures adopted by the NTWC.

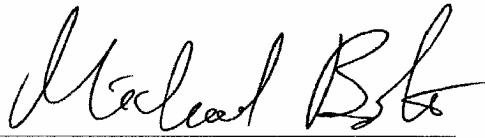
ARTICLE XIII. AMENDMENTS

The NTWC may amend these by-laws and rules by a two-third-approval vote of Council members during a conference call scheduled for that specific purpose, or at the next regular meeting.

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ARTICLE XIV. ADOPTION OF BYLAWS

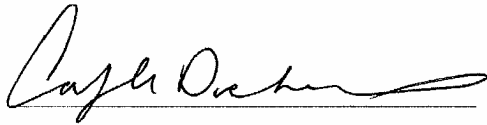
These by-laws and rules were adopted by the NTWC on this 16th day of May, 2007.




Michael Bolt



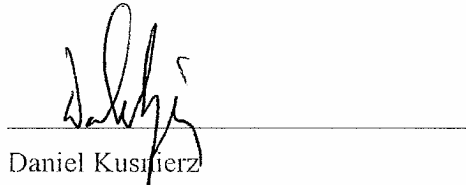
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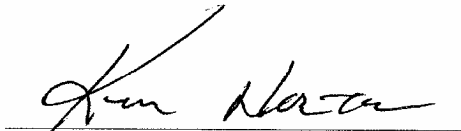
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