

Bylaw Updates:

The Main Street Advisory Board is created and overseen by the City Council, and many items proposed relate to the board composition and requirements outlined in the **Bastrop Code of Ordinances Articles 1.02, 1.04, and 1.17**.

The intent of the Main Street Bylaws is spelled out in §1.17.001(b) which states:

The bylaws of the board shall address procedural issues, such as, but not limited to, quorum counts and required attendance by members, which bylaws shall conform with the Council's attendance requirements for the board members as set forth in this code, section 1.02.002(b), et seq. The bylaws shall fully outline member responsibilities and provide guidance for the participation of the ex-officio members, as well as regular members. Such by-laws are necessary to maintain the City of Bastrop Main Street Program's Accreditation as both a National Main Street and Texas Main Street member. To maintain the above accreditation, the program must maintain an active board of directors and committees with current by-laws that are to govern operational aspects of the board.

Approved Amendments:

1. Article V – Organization: You added a 75% attendance requirement, dictated for Main Street America accreditation.

- **OK.** This change is specifically permitted by §1.17.001(b) which recognizes outside organizational attendance requirements for accreditation.

2. Article VII – Committee: You changed the work plan development and approval from “January or February” to “July or August”.

- **No.** Board Work plans must be submitted for approval to the City Council on February 1st (§1.04.003(c)). This change conflicts with the relevant Ordinance provision.

Potential Amendments:

1. Article V – Organization: You would like to change Chair, Vice-Chair and Secretary elections from June to September to align with board member appointments.

- **OK, but after October 1 may be advisable.** Choosing officer elections to align with appointments makes sense and is legally permissible as a “procedural issue” outlined in §1.17.001(b). However, the Ordinance states that appointment ratifications don’t happen until October 1 (§1.04.001(a)(1)(E)). Holding officer elections some time after that date more aligns with your aim.

2. Article III – Board Membership: You want to add term limits to your bylaws: three-year term limits, with two consecutive terms allowable until a year off is required.

- **OK, but only because this is duplicative with the relevant Ordinance.** Board and Commission term limits are dictated by §1.04.002 and §1.17.001(a) and mirror your suggested changes. You can technically add these to your bylaws for clarity only, but solely because they are the same as the Ordinance provisions. You could not add terms different than the Ordinance into your bylaws. I suggest not adding this language only because if the City Council modifies the Ordinance, then you will also have to modify your Bylaws.

3. Adding a Residency Requirement: You'd like to add a requirement that members live within the city or county.

- **Residency requirement within the city limits/ETJ is already required by Ordinance.** §1.04.002(5) requires members to live within the city limits or ETJ (though this can be waived by the Mayor with good cause). You cannot add a requirement that conflicts with this requirement.

4. Appointing/Electing a Treasurer: You'd like to create a Treasurer position in your bylaws.

- **OK, but the bylaws should outline the role such that it does not conflict with internal City accounting practices. If this is desired, we should talk further about the limitations of the role.** There is nothing that legally restricts the creation of this role. However, my understanding is that the money here is the city's money, and that the role of the board is advisory only. As such, the "Treasurer" could only act as a liaison with the City's internal accounting role to better describe the budgets as prepared by the City and could not make fiscal determinations, more like a Fiscal Liaison. If this aligns generally with your intent for the role, we should talk further about drafting the functions of the role in the bylaws.

Adjustments to make:

- Motion to add attendance requirements
- Motion to adjust election of Officers to October
- No need to add board terms or residency requirement since they are already in place under City Ordinances
- Suggest moving forward with a Treasure position. This will act more as a report on spending and just keep everyone more up to date on financials. If agreed upon by the board, Michaele will continue conversations with attorney for verbiage and propose at August meeting.