

Cayuga Lake Watershed Intermunicipal Organization (CWIO)

Organizational Documents

Adopted August 25, 2021

Introduction

The Cayuga Lake Watershed Intermunicipal Organization (CWIO) was formed in 1998 to undertake a state-funded watershed restoration and protection planning process that produced a Watershed Characterization in 2000, and a Cayuga Lake Watershed Restoration and Protection Plan (RPP) in 2001, which was updated in 2017. By detailing the state of the watershed and threats to water quality, these documents recommend actions to preserve and protect the watershed, define the purpose of the CWIO, and help members gain access to certain funding sources.

This document outlines how the CWIO works so participants know what to expect as they come together.

Mission

Our mission is to bring local governments in the Cayuga Lake watershed together to work collectively and collaboratively with partner agencies and organizations to monitor, protect, and restore water quality throughout the watershed in the face of a changing world.

Why CWIO work matters

New York State has tasked their municipal governments with protecting the health, safety, and welfare of the residents within their jurisdictions. The CWIO believes watershed protection and stewardship of Cayuga Lake, its tributaries and its wetlands are in the public interest and should be managed in trust for the common benefit of all within the watershed. Watershed-wide organizations of local governments are able to facilitate partnerships across municipal boundaries to address threats to our water resources as a whole. Participating local governments gain the mutual advantage and efficiency of pooling resources and expertise to implement restoration and protection efforts throughout the watershed.

CWIO work

CWIO work includes a range of activities depending on current member needs, resources, and watershed-wide priorities. It includes:

1. Advancing a regional perspective on watershed-wide protection goals and assisting members with identifying priorities.
2. Supporting local governments to implement the Cayuga Lake Restoration and Protection Plan and other similar official watershed-wide plans.
3. Exploring mutually beneficial ways of securing and sharing federal, state, and county-agency grant funding to improve water quality within and between members.
4. Providing a forum for local governments and agencies within the watershed to interact and exchange information.
5. Supporting individual projects with shared expertise, in-kind support, information about funding, assistance with monitoring, maintenance and more.
6. Raising awareness of watershed needs at the state level and advocating for resources.
7. Pooling local government funds and resources to more efficiently achieve our common goals

Bylaws for the Cayuga Lake Watershed CWIO

(adopted June 28, 2000; amended on June 27, 2001; amended September 24, 2003; amended September 22, 2008, amended August 25, 2021)

Article I. Name, geographic location, and purpose

Section 1. Name.

The name of the organization shall be the Cayuga Lake Watershed Intermunicipal Organization, hereafter referred to as the CWIO.

Section 2. Geographic location.

The CWIO focuses on the Cayuga Lake watershed, located in the Finger Lakes Region of central New York State. The watershed is comprised of seven counties, three of which have the majority of acreage within the watershed and also border the lake (Cayuga, Seneca, and Tompkins), and four of which share parts of the remaining watershed area (Schuyler, Tioga, Ontario, and Cortland). See map below.

Article II. Membership

Section 1. Membership

Membership is open to counties, municipalities (villages, towns and cities) and indigenous nations located within the watershed (referred to as “*member entities*”). To be a voting member, see section 3 below.

Section 2. Representatives and Alternates.

Each voting *member entity* will appoint one representative and one alternate to the CWIO. There are no term limits for representatives and alternates. Representatives and alternates need not be an elected official.

Section 3. Voting.

To qualify to vote in CWIO decisions, the *member entity* (county, municipality, or indigenous nation) must have signed the CWIO Memorandum of Agreement (MOA) and have fully paid their annual dues. Only representatives or their alternates from voting *member entities* count as part of the quorum.

A simple majority of those representatives or alternates from voting CWIO *member entities* present at an in-person or virtual meeting may affirm a decision for the group. CWIO agendas will be shared at least 5 business days before CWIO meetings and will include information on important decisions to be voted on.

Each voting *member entity* shall have one vote at CWIO meetings. If both the representative and alternate are present, only one can cast a vote. Proxy voting and voting at virtual meetings are allowed. Alternates may vote on committees on which they serve, or in lieu of an absent representative at a CWIO meeting.

Section 4. Quorum.

A CWIO quorum consists of representatives or alternates from at least 25% of the dues paying voting *member entities*.

Section 5. Associate Members and Ex Officio Advisors.

In order to encourage participation from those with special knowledge or expertise in water quality protection and preservation efforts, individuals may apply to the CWIO Membership/Nominating Committee to be an associate or ex officio member. The Membership/Nominating Committee will approve applications for these memberships. Once accepted/appointed, these members may participate in CWIO discussions and serve on committees. An ex officio or associate member shall be non-voting, but on a CWIO committee they may vote and serve as committee chair. The Membership/Nominating Committee will determine the number of ex officio and associate members based on input from CWIO. Associate and ex officio members have two-year terms that may be renewed. There are no fees to be an associate or ex officio member.

Examples of offices and agencies eligible for ex officio membership:

- Municipal planning, water, sewer, public works department
- County planning, health, public works department
- County advisory committees
- Soil and Water Conservation District
- New York State Department of Environmental Conservation
- New York State Department of Parks, Recreation and Historic Preservation
- U.S. Army Corps of Engineers
- U.S. Fish and Wildlife Service
- U.S. Geologic Survey
- U.S. Natural Resources Conservation Service
- Watershed-wide advocacy groups

Associate Members will have either special expertise in water resources, natural resources, engineering, coordination, or other experience or skills applicable to the CWIO mission and work.

Article III. Governance.

Section 1. Administration.

There shall be the following administrative components:

a. Administrative Center

The Administrative Center (Center) of the CWIO will be located in a municipality or other entity to be approved annually. The Center will be responsible for:

- i) Providing normal facilities and services, as required for operations of the CWIO and CWIO staff.
- ii) Developing and executing appropriate agreements with other parties for coordinating and implementing CWIO approved grants and CWIO funded projects when necessary. Member municipalities are encouraged to rotate holding and administering grants for CWIO work and ensuring legal compliance with the terms of these grants and agreements.
- iv) Submitting all bills for payment to the Center's governing body for review and payment, in accordance with the purchasing and procurement policies of the entity serving as the Administrative Center.

b. CWIO Staff

CWIO staff members will implement the work of the CWIO, supporting CWIO priorities and working on behalf of CWIO goals.

CWIO staff members will have job descriptions developed by the CWIO Executive Committee and approved by the CWIO membership. CWIO staff members' positions will be paid for by CWIO dues and grants.

Section 2. Officers

- a. Chair. The CWIO shall elect a Chair annually from among its voting members. The Chair shall preside at all meetings of the CWIO and the CWIO Executive Committee and work closely with CWIO staff to set agendas for these groups. The Chair or his/her delegee shall be the official spokesperson for the CWIO. An individual can serve as Chair for a maximum of three consecutive 1-year terms at a time.
- b. Vice Chair. The CWIO shall elect a Vice Chair annually from among its voting members. The Vice Chair shall assist the Chair and, in the absence of the Chair, act as Chair.

Article IV. Committees.

Section 1. Executive Committee (ExCom)

The CWIO shall have an Executive Committee to guide the CWIO's work.

a. Membership. The Executive Committee shall be composed of at least 4 voting CWIO representatives and/or alternates of CWIO voting members. At least 3 of the ExCom members should come from the three waterfront counties. The Chair of the CWIO and one member from each of the CWIO Standing Committees should be members of the ExCom. The Chair and Vice Chair of the CWIO shall be the Chair and Vice Chair of the ExCom. The CWIO appoints the Executive Committee.

b. Term. ExCom members shall be appointed for a one-year term at the organizational meetings of the CWIO occurring at the end of each year, to take effect the following January 1.

c. Powers and Duties. The members of the ExCom are appointed to represent the interests of the watershed as a whole and not the special interests of any represented member municipality. The ExCom shall conduct business on behalf of the membership of the CWIO between CWIO meetings and shall keep the CWIO membership informed of important matters as needed. All appointed committee members have a vote in committee meetings.

More specifically, the ExCom shall:

i) Implement or oversee the annual work plan and budget.

ii) When delegated, approve requests for funding consistent with the established priorities.

iii) Recommend annual work plan, priorities, staffing, budget, organizational structure, bylaws, policies, etc., to the CWIO for action.

iv) Receive regular reports from the committees and ensure that these reports are shared with CWIO members in a timely fashion.

v) Help carry out the policies adopted by the CWIO.

d. Quorum. The quorum shall be two thirds of the ExCom membership. Actions shall require a simple majority of the full ExCom membership.

e. Meetings. The ExCom shall meet as often as necessary to meet deadlines and address the business of the CWIO.

f. Meeting summaries. The ExCom shall share its actions with all CWIO members in a timely manner.

Section 2. Finance Committee (FinCom)

- a. Membership. This committee shall have at least 3 voting representatives and/or alternates of voting members of the CWIO. The committee elects its own Chair and, if they choose, a Vice Chair.
- b. Term. FinCom members shall be appointed for a one-year term by the CWIO at the organizational meetings of the CWIO each year to take effect the following January 1.
- c. Powers and Duties: The FinCom's primary duty is to recommend the amount of annual dues to be paid by CWIO members. All appointed committee members have a vote in committee meetings. Actions of the committee shall be advisory only, unless otherwise specified.
- d. Quorum. The quorum shall be two thirds of the FinCom membership. Actions shall require a simple majority of the full FinCom membership.
- e. Meeting summaries: The committee shall keep a record of its actions and recommendations and report periodically to the CWIO or ExCom.

Section 3. Membership/Nominating Committee (MemCom)

- a. Membership. This committee shall have at least 3 voting representatives and/ or alternates of voting members of the CWIO. The committee elects its own Chair and, if they choose, a Vice Chair.
- b. Members shall be appointed for a one-year term by the CWIO at the organizational meetings of the CWIO each year to take effect the following January 1.
- c. Duties include:
 - i) Outreach, community building, and education to municipalities in the watershed to Increase the number of dues-paying members.
 - ii) Track representation from each member organization, as well as associate members in coordination with members.
 - iii) Considering and recommending liaisons who will help further the mission of the CWIO.
 - iv) Helping to identify a slate of officers for the CWIO (CWIO Chair, Vice Chair and Committee members)
- d. Quorum. The quorum shall be two thirds of the MemCom membership. Actions shall require a simple majority of the full MemCom membership.

- e. Meeting summaries: The committee shall provide a record of its actions and recommendations to the CWIO and report periodically. Actions of the committee shall be advisory only, unless otherwise specified.

Section 4. Education, Public Participation and Outreach Committee (EPPOC)

- a. Membership. This committee shall have at least 3 members of which 1 must be a voting CWIO representative or alternate. Members shall be appointed by the CWIO for a one-year term at the organizational meeting of the CWIO at the end of each year to take effect the following January 1. All members of the committee may vote in the committee regardless of whether they represent an official voting CWIO member. The EPPOC elects its own Chair and, if they choose, a Vice Chair.
- b. Members shall be appointed for a one-year term by the CWIO at the organizational meetings of the CWIO each year to take effect the following January 1.
- c. Duties
 - i) Regularly review the action items associated with education, public participation, and outreach identified in the Restoration and Protection Plan.
 - ii) Create an annual workplan based on RPP action items and present to the CWIO for approval.
 - iii) Work with CWIO staff or contract with other organizations and entities within the watershed to fulfill the outreach and education goals and actions outlined in the RPP.
 - iv) Make an annual budget request to the Executive Committee.
- d. Quorum. The quorum shall be two thirds of the EPPOC membership. Actions shall require a simple majority of the full EPPOC membership.
- e. Meeting summaries: The committee shall keep records of its actions and recommendations and report periodically to the CWIO. Actions of the committee shall be advisory only, unless otherwise specified.

Section 5. Technical Advisory Committee (TAC).

- a. Membership. This committee shall have at least 3 members of which at least one must be a voting CWIO member or alternate. TAC members need not be voting representatives or alternates of the CWIO. TAC members shall be appointed at the organizational meetings of the CWIO each year to take office January 1.
All members of the TAC may vote in the committee regardless of whether they are an official voting CWIO representative or alternate. TAC members should be selected to

bring water quality-related expertise relevant to the Cayuga Lake Watershed. It is desirable that they have experience and interest in Cayuga Lake and its drainage area.

The TAC elects its own Chair and, if they choose, a Vice Chair.

- b. Members shall be appointed for a one-year term by the CWIO at the organizational meetings of the CWIO each year to take effect the following January 1.
- c. Duties may vary depending on needs but a primary responsibility for the TAC is to advise the CWIO on priority projects to implement as outlined in the RPP or other official watershed-wide plans.
- d. Quorum. The quorum shall be two thirds of the TAC membership. Actions shall require a simple majority of the full TAC membership.
- e. Meeting summaries: The TAC shall keep records of its actions and recommendations and report periodically to the CWIO.

Section 6. Special Committees.

The CWIO and/or the ExCom may create special ad hoc committees to address topics relevant to implementing the CWIO mission such as agriculture, specific environmental issues, or specific projects.

- a. Creation. Special Committees shall be created by Resolution of the CWIO or if designated, the ExCom, which shall specify membership, purpose(s), and duties.
- b. Duration. Special committees may be continued from year to year as necessary or may be given a deadline by which to complete work. Committees may be disbanded by the CWIO when they are determined to no longer be relevant or helpful or active.
- c. Authority. Special Committees' actions shall be advisory to the CWIO or ExCom, unless otherwise specified. They may not take action on behalf of the CWIO without CWIO approval. They shall share their charge document (outlining committee purpose, key activities and members) annually with the CWIO for the CWIO to approve.
- d. Membership. The Membership/Nominating Committee shall appoint the members of Special Committees. Each Special Committee must include at least one dues paying CWIO member or alternate. Committees select their own chair and, if they choose, vice chair. Terms will be one year unless otherwise specified.
- e. Quorum. The quorum shall be two thirds of the membership. Actions shall require a simple majority of the full membership.
- f. Voting. All appointed members in a committee may vote in committee deliberations.

- g. Meeting summaries. Committees shall provide a record of their actions and recommendations to the CWIO periodically.

Article V. Meetings.

Section 1. Frequency and location. The CWIO shall meet at least three times a year. CWIO meetings may occur either in person or virtually via a remote meeting platform. The CWIO should hold in person meetings in locations throughout the watershed.

Section 2. Summary. A draft meeting summary shall be sent to the ExCom for review within 28 days of each meeting. The summary shall be posted upon approval by vote of CWIO members.

Article VI. Finances.

Section 1. Fiscal year. The fiscal year shall be the calendar year.

Section 2. Budget. The CWIO shall adopt a budget during its organizational meeting at the end of each year to go into effect January 1 the following year.

Section 3. Annual dues.

- i) CWIO members shall be assessed annual dues as recommended by the Finance Committee, reviewed by the ExCom, and approved by the CWIO as part of the adoption of its annual budget.

- ii) Dues must be paid no later than 4 months after the member entity has adopted its budget.

Section 4. Bookkeeping and audit.

The ExCom annually shall review the CWIO finances in conjunction with the finance director of the Administrative Center and provide a report to the CWIO, at the first meeting of the year. Finance reports should be provided to the CWIO membership on a quarterly basis.

Article VII. Communications.

Section 1. The CWIO may establish a newsletter or establish and maintain a website or conduct other such communication activities.

Section 2. The EPPOC shall take or delegate responsibility for these activities according to guidelines developed and approved by the CWIO and the ExCom.

Article VIII. Implementation of CWIO projects.

Section 1. Procedure.

Projects may be considered for implementation as long as they are consistent with the CWIO's mission, RPP prioritized actions, or other endorsed watershed plans/documents, or are recommended by the TAC or the ExCom. Projects may be implemented by using grant funds sought specifically for the project, by using CWIO funds generated from CWIO dues, or by using CWIO resources such as staff, equipment, and materials of the CWIO and participating municipalities or entities.

a. Projects submitted for outside funding.

Projects selected for submission for outside funding must have been recommended by the TAC and approved by the CWIO. A municipal entity or non-profit organization must be identified to hold and help administer the grant.

b. Projects for internal CWIO funding.

Projects applying for use of CWIO funds generated from CWIO dues need to be recommended by the TAC and approved by the CWIO. The Administrative Center's finance department will work with the CWIO to manage the funding of CWIO funded projects.

c. Projects using existing personnel, equipment and materials.

These projects would likely be between municipalities or in conjunction with entities such as Soil and Water Conservation services, Cornell Cooperative Extension, Highway Departments, Departments of Public Works or a combination of similar entities. Projects must be recommended by the TAC and approved by the CWIO.

Article IX. Rules of order (Parliamentary Authority).

Section 1. The rules contained in the most recent edition of Robert's Rules of Order shall generally govern the CWIO and its committees in all cases to which they apply and when they are not superseded by State or County laws, these Bylaws, or any agreed-upon rules otherwise adopted by the CWIO.

Article X. Public Participation

Section 1. The CWIO is not subject to the Open Meetings Law, but is open to the public and encourages engagement from those concerned with the well-being of Cayuga Lake and its watershed.

Article XI. Bylaws amendments.

Section 1. These Bylaws may be amended at any CWIO meeting by a two-thirds vote of the voting *member entities* provided that the amendment(s) has (have) been made available in writing to the CWIO members at least four weeks prior to the meeting vote. Voting may occur in person or virtually. If they are unable to attend, a participating *member entity* may submit their vote in writing at least 24 hours in advance of the meeting.

Article XII. Responsibilities of voting members.

Section 1. Voting Member responsibilities are as follows:

- a. Assign a representative and alternate to the CWIO and keep CWIO leadership updated on any changes to representation.
- b. Representatives and/or alternates should participate in the CWIO and report regularly to their respective municipalities on CWIO activities and secure feedback.
- c. Carry out the activities required by the Memorandum of Agreement (MOA).
- d. Members are invited to engage deeply with CWIO activities pending their own availability, interest, and expertise.

Article XIII. Memorandums of Agreement.

Section 1. Signing a CWIO Memorandum of Agreement is a requirement to be a voting CWIO *member entity*.

Section 2. The CWIO Memorandum of Agreement (MOA) may be modified by agreement of two-thirds of the voting *member entities*.

Section 3. Any CWIO member may withdraw from the MOA by giving 90 days advance notice to the CWIO membership. Such withdrawal shall not relieve the withdrawing member entity of any obligations, responsibilities, or commitments made by the member while a member of the CWIO (for example, completion of work activities or agreed-upon funding for CWIO activities).

