

BY-LAWS OF ARKANSAS RIVER COMPACT ADMINISTRATION

As Amended December 7, 2017

PREAMBLE

Pursuant to Article VIII B(1) of the Arkansas River Compact, these by-laws were readopted by the Arkansas River Compact Administration on the 7th day of December 2017, namely:

ARTICLE I THE ADMINISTRATION

1. The Arkansas River Compact Administration is herein referred to as "the Administration."
2. Membership of the Administration shall consist of three representatives from each of the States of Colorado and Kansas, designated or appointed as provided by the Arkansas River Compact and the law of each of such States, and, if designated by the President, one representative of the United States of America.
3. The credentials of each such representative shall be filed with the Recording Secretary.
4. Each representative shall advise the Recording Secretary as to his or her address and email address, to which all official notices and other communications of the Administration shall be sent and shall further promptly advise in writing the Recording Secretary as to any change in such address.

ARTICLE II OFFICERS

1. The officers of the Administration shall be:
 - Chairman
 - Vice-Chairman
 - Recording Secretary
 - Treasurer
 - Operations Secretary
 - Assistant Operations Secretary

2. The representative of the United States of America shall be the Chairman of the Administration. The Chairman shall preside at meetings of the Administration. His or her duties shall be such as are usually imposed on such an officer and such as may be assigned to him or her by these by-laws or by the Administration from time to time.
3. The Vice-Chairman shall be a member of the Administration. He or she shall be elected at the annual meeting of the Administration, and shall hold office until the next annual meeting of the Administration and until his or her successor is elected. In the case of a vacancy in the office of Vice-Chairman, the Administration at its next meeting, whether regular or special, shall elect a Vice-Chairman to serve for the unexpired term; and the election of a Vice-Chairman may be made at any meeting of the Administration prior to the holding of its first annual meeting, and in such case he or she shall hold office until such annual meeting. The Vice-Chairman shall perform all duties of the Chairman when the latter is unable for any reason to act or when, for any reason, there is a vacancy in the office of the Chairman. In addition, the Vice-Chairman shall perform such other duties as may be assigned to him or her by these by-laws or by the Administration from time to time.
4. (a) The Recording Secretary may or may not be a member of the Administration. He or she shall be elected by the Administration at its annual meeting and shall serve until the next annual meeting or until his or her successor is elected. In the case of a vacancy in the office of the Recording Secretary, the Administration shall, at its next meeting, whether regular or special, elect a Recording Secretary to serve for the unexpired term. The Recording Secretary shall perform such duties as are imposed on such officer by subparagraph (b) of this paragraph 4, by other provisions of these by-laws, or by the Administration from time to time. He or she shall furnish a bond for the faithful performance of his or her duties if the Administration so directs. The cost of such bond shall be paid by the Administration.
 - (b) The Recording Secretary's duties shall include, but not be limited to:
 - (i) Preparing, or causing to be prepared, the Administration's annual reports and distributing, or causing to be distributed, the same, the draft of such annual reports to be distributed to the members of the Administration not later than February 1st following the end of the immediately preceding compact year.
 - (ii) Preparing and distributing, or causing to be prepared and distributed, minutes of all meetings of the Administration, drafts of which minutes shall be provided to the members of the Administration within thirty days of the meeting involved.
 - (iii) Maintaining the principal office and the records, equipment, and supplies therein, and maintaining the seal of the Administration.
 - (iv) Sending or causing to be sent notices of annual and special meetings to members of the Administration.

- (v) Publishing the necessary public notices for proposed changes of the Administration's Rules and Regulations as required herein and compiling those Rules and Regulations.
5. The Treasurer may or may not be a member of the Administration; and the office of Recording Secretary and Treasurer may be held by the same person if directed by the Administration. He or she shall be elected at the annual meeting of the Administration and shall hold office until his or her successor is elected and shall have qualified, except a treasurer may be elected prior to the first annual meeting of the Administration and in such case shall hold office until such annual meeting. He or she shall receive, hold, disburse and keep records of all funds of the Administration; and he or she shall furnish a bond for the faithful performance of his duties in such amount as the Administration may direct. The cost of such bond shall be paid by the Administration. In the case of a vacancy in the office of Treasurer, the Administration shall, at its next meeting, whether regular or special, appoint a successor to serve for the unexpired term.
6. (a) The Operations Secretary shall not be a member of the Administration, but may be the Division Engineer for Division 2, Colorado Division of Water Resources, or the Water Commissioner of the Garden City Field Office, Division of Water Resources, Kansas Department of Agriculture, or other qualified individual. He or she shall be elected by the Administration at its annual meeting and shall serve until the next annual meeting or until his or her successor is elected. In the case of a vacancy in the office of the Operations Secretary, the Administration shall, at its next meeting, whether regular or special, elect an Operations Secretary to serve for the unexpired term. The Operations Secretary shall perform such duties as are imposed on such officer by subparagraph (b) of this paragraph 6, by other provisions of these by-laws, or by the Administration, acting through the Operations Committee, from time to time.
- (b) The Operations Secretary's duties shall include, but not be limited to:
- (i) Regulating the gates of John Martin Reservoir in accordance with the Compact and any operating plans or procedures adopted thereunder.
 - (ii) Keeping accurate daily records on the water stored in John Martin Reservoir, including all matters appurtenant thereto such as the amount of water residing in or being transferred to special reservoir accounts, evaporation of water from the reservoir which is to be prorated among such accounts, and the determination of transit losses and the procedures for computing such in all matters regarding water being transferred to or from said reservoir and accounts therein.
 - (iii) Preparing accurate reports of deliveries of water, which reports shall be presented to the Operations Committee.

- (vi) Provide information, maintain open communications and consult with the Assistant Operations Secretary in the performance of the duties set forth above.
 - (c) The Operations Secretary and the Assistant Operations Secretary shall not be residents of the same state.
7. (a) The Assistant Operations Secretary shall not be a member of the Administration, but may be the Water Commissioner for the Garden City Field Office, Division of Water Resources, Kansas Department of Agriculture; the Division Engineer for Division 2, Colorado Division of Water Resources; or other qualified individual. He or she shall be elected by the Administration at its annual meeting and shall serve until the next annual meeting or until his or her successor is elected. In the case of vacancy in the office of the Assistant Operations Secretary, the Administration shall, at its next meeting, whether regular or special, elect an Assistant Operations Secretary to serve for the unexpired term. The Assistant Operations Secretary shall perform such duties as are imposed on such officer by subparagraph (b) of this paragraph 7, by other provisions of these by-laws, or by the Administration, acting through the Operations Committee, from time to time.
- (b) The Assistant Operations Secretary's duties shall include, but not be limited to, assisting the Operations Secretary in the performance of his or her duties, as set forth in 6(b) herein, subject to the mutual agreement of the Operations Secretary and the Assistant Operations Secretary.
8. The Administration may employ such engineering, legal, clerical, and other personnel as, in its judgment, may be necessary. They shall receive such compensation and perform such duties as may be fixed by the Administration. Such employees shall not be considered as employees of either Colorado or Kansas.

ARTICLE III PRINCIPAL OFFICE

1. The principal office and place of business of the Administration shall be located in the City of Lamar, Colorado.
2. The principal office shall be open for business on such hours and days as the Administration may from time to time direct.
3. All books and records of the Administration shall be kept in the principal office of the Administration.

ARTICLE IV MEETINGS

1. Unless otherwise agreed to by the Administration, its annual meeting shall be held on the second Tuesday in December of each year. If the meeting is held on a date other than the second Tuesday of December, the agreement to change the date of the annual meeting must be made at a meeting held at least 60 days before the proposed new meeting date or 60 days before the second Tuesday in December, whichever occurs first. Notice of an annual meeting shall be as provided for in Paragraphs 3 and 10 below.
2. (a) Special meetings of the Administration may be called by the Chairman or, in the case of a vacancy in the office of Chairman or inability of the Chairman to act, by the Vice-Chairman. Upon the written request of two or more representatives, it shall be the duty of the Chairman, or Vice-Chairman, as the case may be, to call such a meeting.

(b) Special meetings of the Administration may be held by telephone, or any other agreed to electronic or digital means, between the several members of the Administration.

(c) If such special meetings concern Article V F of the Compact, any member of the Operations Committee, in addition to those listed in subsection (a) hereof, may call the meeting.

(d) The Recording Secretary shall prepare or cause to be prepared minutes of any special meeting pursuant to sub-section 5, herein. Such minutes shall be acted upon by the Administration at the next Annual meeting or special meeting held under sub-section (a) hereof.
3. Notices of all annual meetings of the Administration shall be sent by the Secretary, or in the case of a vacancy in the office of the Secretary, or the inability of the Secretary to act, by the Chairman or Vice-Chairman, as the case may be, to the members of the Administration by ordinary mail or email at least ten days in advance of such annual meetings. Notice of special meetings shall be given by the Secretary to the members of the Administration by the most expeditious method so as to allow as much time prior to such special meetings as conditions permit.
4. Unless otherwise agreed to in advance by the Administration, all annual meetings shall be held at the principal office of the Administration. All special meetings not held by telephone, electronic, or other digital means, shall be held at the principal office of the Administration unless otherwise agreed to in advance.
5. (a) The Administration shall keep minutes of the proceedings of all of its meetings. Such minutes shall be preserved in a suitable manner as directed by the Administration. Until approved by the Administration, minutes shall not be official and shall be furnished only to the members of the Administration, its employees, and the members of its committees. Distribution of official minutes shall be made by the Recording Secretary or his or her designee in accordance with directives of the Administration.

(b) Unless the requirements of this sub-section (b) are waived pursuant to sub-section (c), a verbatim transcript of the proceedings of Administration meetings shall be made by a duly licensed, official court reporter. The Recording Secretary or his or her designee shall be responsible for arranging for the services of such duly licensed, official court reporter to take and transcribe the proceedings of the meeting. Copies of the draft transcript of a meeting shall be provided to one designated representative from each member state within two weeks of a meeting for corrections, but not editing. Corrections agreed upon by these two representatives shall be forwarded to the court reporter and the court reporter instructed to prepare within two weeks a final, corrected transcript. The Recording Secretary or his or her designee shall forward a copy of the final, corrected transcript of a meeting to the designated representative from each member state of the Administration within two weeks of his receipt of the transcript from the court reporter. The final, corrected transcript of a meeting shall, upon the approval of the Administration, become the official minutes of that meeting. The official minutes shall be appropriately marked indicating the date of and method of approval and be signed by the chairman.

(c) The requirements of using a duly licensed, official court reporter as set out in sub-section (b) may be waived in advance of a meeting upon the agreement of both states. In this event, the Recording Secretary or his or her designee shall be responsible for electronically recording a meeting, and for preparing as directed by both states, either a written summary which accurately reflects the proceedings of a meeting and all actions taken by the Administration at such meeting or a verbatim transcript of the meeting. Procedures for the distribution and approval of final corrected transcripts or summaries and designation as the official minutes of a meeting shall be as specified in subsection (b). Any electronic recording of a meeting shall be preserved by the recording secretary but shall not constitute the official minutes of a meeting.

6. A quorum for any meeting of the Administration and the casting of votes by representatives of the States on the Administration shall be in accord with Paragraph D of Article VIII of the Arkansas River Compact; and any action by the Administration shall be determined by vote as required by such paragraph D of Article VIII of the Compact. If a quorum is not present at any meeting, the members of the Administration present, one or more, may adjourn from time to time without further notice until a quorum is obtained.

7. At each meeting of the Administration, the order of business, unless otherwise agreed, shall be as follows:

Call to order
Reading of minutes of last meeting
Approval of minutes of last meeting
Report of Chairman
Report of Secretary
Report of Treasurer
Report of Committees
Unfinished business
New business
Adjournment

8. All meetings of the Administration, except executive sessions, shall be open to the public.
9. Any meeting of the Administration may be adjourned or continued from time to time and from the place set for the meeting to another place.
10. Public notice of all annual, regular, and special meetings shall be given in an appropriate manner, determined by the Administration, except in cases where the Administration determines to hold an executive session. If the date of the annual meeting is changed pursuant to Paragraph 1, then public notice of the new date shall be provided at least 45 days before the new meeting date as agreed to by the Administration.

ARTICLE V COMMITTEES

1. There shall be the following standing committees:

Administrative and Legal Committee
Engineering Committee
Operations Committee

2. Each of such committees shall be made up of two representatives of the Administration and the Chairman shall be ex-officio member of all committees. In all committee action a vote shall be taken by States with each State having one vote.
3. The standing committees shall have the following duties:
 - (a) The Administrative and Legal Committee shall advise the Administration with respect to budgets and accounting, office personnel, equipment, records, and legal matters; and shall prepare the draft of the annual report of the Administration.

(b) The Engineering Committee shall advise the Administration on all engineering matters; and shall compile all pertinent engineering data and records.

(c) The Operations Committee shall advise the Administration concerning, and shall have direct supervision over, rules and regulations governing the storage and releases of water from John Martin Reservoir and over such other Arkansas River interstate administration and operation between the States of Colorado and Kansas as come within the purview of the Arkansas River Compact, subject at all times to the provisions of such compact and the directives of the Administration thereunder. This committee shall be responsible for maintaining appropriate relations, under the direction of the Administration, with the chief officials of each of the States of Colorado and Kansas charged with the administration of water rights, and for maintaining appropriate relations with interested Federal agencies. The Operations Committee shall also be responsible, under directives and orders of the Administration, for supervision over the employees of the Administration engaged in the interstate administration of the waters of the Arkansas River pursuant to the Arkansas River Compact.

4. The Chairman of each Committee shall be designated by the Administration.
5. The Administration may, from time to time, create special committees composed of such members of the Administration and others as it may determine and assign to such committees such tasks as the Administration may designate.
6. Each committee shall make a report to the Administration at each annual and regular meeting and shall make such further reports as may be directed by the Administration. Unless otherwise authorized, all such reports shall be in writing and filed with the Recording Secretary.
7. Written notice, which includes email, of the meetings of standing committees and of special committees shall be given to all officers and members of the Administration at least ten days prior to the date for any such committee meetings, said written notice to specify the time, date, location, and agenda for such meetings. A standing committee or special committee may waive such notice requirement if all members of a committee agree that circumstances so warrant. In the event of such a waiver, the chairman of a committee shall make every reasonable effort to inform all officers and members of the Administration of the time, date, location and agenda for a committee meeting.

ARTICLE VI RULES AND REGULATIONS

1. The Administration shall adopt Rules and Regulations necessary for the administration of the Arkansas River Compact, consistent therewith and with these by- laws.

2. All proposals for Rules and Regulations, or for changes in them, shall be presented to the Administration in writing and shall not be acted on at the meeting when first presented, but shall go over for action at a designated subsequent meeting of the Administration.
3. Following the presentation to the Administration, public notice of all proposed Rules and Regulations and changes in Rules and Regulations shall be given by two publications, at least one week apart, in some newspaper of general circulation in the area of each State affected by the Arkansas River Compact. The representatives of the Administration from each State shall designate the newspaper in their State in which such publication shall be made. No Rule or Regulation and no change in any Rule or Regulation shall be effective until a date specifically stated in the published notice, which date shall be at least ten days after the last publication.
4. The provisions, contained in this Article, for Rules and Regulations and notice thereof shall not be effective in the case of any notice which is otherwise required under the Arkansas River Compact or in any case where, in the judgment of the Administration, effective administration and the public interest under the Arkansas River Compact, require more expeditious action.
5. It shall be the duty of the Secretary to see that the necessary notices are published as herein required.
6. It shall be the duty of the Secretary to compile the Rules and Regulations of the Administration and to prepare copies for distribution to the public under such terms and conditions as the Administration may prescribe.

ARTICLE VII FISCAL

1. All funds of the Administration shall be received by the Treasurer and deposited by him or her to the credit of the Administration in a depository or depositories designated by the Administration.
2. Disbursement of such Administration funds shall be made by check signed by the Treasurer and countersigned by the Chairman or Vice-Chairman of the Administration.
3. The Administration shall annually adopt and transmit to the Governor of each State, its budget covering anticipated expenses for the ensuing fiscal year, and the amount thereof payable by each State.
4. The fiscal accounts of the Administration and its employees shall not be subject to the auditing and accounting procedures of either the States of Colorado or Kansas; provided, that each State shall have the right to make an examination and audit of the accounts of the Administration at any time.

5. All receipts and disbursements of the Administration shall be audited yearly by a certified public accountant to be selected by the Administration, and the report of audit shall be included in the annual report to the Administration.
6. The Treasurer shall prepare and keep an up-to-date inventory of all the property of the Administration.
7. The fiscal year of the Administration shall begin July 1 of each year and end June 30 of the next succeeding year.

ARTICLE VIII ANNUAL REPORT

1. The report-year referred to in this Article for the making of the annual report shall commence on November 1 and end on the succeeding October 31.
2. The Administration shall make and transmit on or before January first of each year to the Governors of the States of Colorado and Kansas and to the President of the United States a report covering its activities for the preceding report-year. The annual report shall include, among other things, the following:
 - (a) The receipts and expenditures of all funds of the Administration and all pertinent financial data.
 - (b) All hydrologic data relating to the Arkansas River which the Administration deems pertinent.
 - (c) Statements as to cooperative studies of water supplies made during the preceding year, including cooperative studies and activities with any Federal agency year.
 - (d) All findings of fact made by the Administration during the preceding advisable.
 - (e) Such other pertinent matters as the Administration may deem

ARTICLE IX SEAL

1. The official seal of the Administration shall be circular in form with the words "Arkansas River Compact Administration" imprinted around the border and the word "Seal" in the center thereof.
2. The Recording Secretary shall have custody of the seal of the Administration.

ARTICLE X MISCELLANEOUS

1. The Administration and its Secretary on request shall furnish to the Governor of each of the States of Colorado and Kansas any information within its possession at any time, and shall always provide free access by the public to its records. Except in the case of the Governor of each of the States of Colorado and Kansas, or interested Federal agencies, the cost of furnishing information shall be paid by the person seeking it at such rates as may be fixed by the Administration.
2. All contracts and other instruments in writing required to be signed for and on behalf of the Administration, except matters relating to the receipt and disbursement of funds, shall be signed by the Chairman or Vice-Chairman and Secretary. The seal of the Administration shall be affixed thereto.

ARTICLE XI AMENDMENTS TO BY-LAWS

1. Amendments to the by-laws may be made at any meeting of the Administration, provided notice of the proposed amendment shall have been given in the notice of the meeting.