

**GREAT LAKES—ST. LAWRENCE RIVER BASIN WATER RESOURCES  
COUNCIL**

**RESOLUTION #2—ADOPTION OF BY-LAWS AND INTERIM GUIDANCE**

WHEREAS, Section 2.1 of the Great Lakes-St. Lawrence River Basin Water Resources Compact (Compact) creates the Great Lakes-St. Lawrence River Basin Water Resources Council (Council) as a body politic and corporate as an agency and instrumentality of the governments of the respective parties to the Compact; and,

WHEREAS, Section 2.5 of the Compact states in part that “[t]he Council shall provide for its own organization and procedure...”

NOW THEREFORE BE IT RESOLVED THAT the members of the Council approve and adopt By-Laws dated December 8, 2008, and attached to this resolution as Attachment “A.”

BE IT FINALLY RESOLVED THAT the members of the Council approve and adopt the interim Guidance dated December 8, 2008, and attached to this resolution as Attachment “B.”

**Adopted by the Great Lakes—St. Lawrence River Basin Water Resources Council  
*December 8, 2008***

**Great Lakes—St. Lawrence River Basin Water Resources Council By-Laws**

These By-Laws are adopted pursuant to Section 2.5 of the Great Lakes-St. Lawrence River Basin Water Resources Compact.

**Article 1. The Council.**

Section 1. Office. The principal office of the Council shall be located in Chicago, Illinois. The principal office may be changed to the office of the Member who is the elected Chair of the Council pursuant to action taken by the Membership.

The Council may also have offices at such other places as the Council may from time to time appoint, or as the business of the Council may require.

Section 2. Alternate. Pursuant to Section 2.3 of the Compact, each Member may appoint and subject to and in accordance with relevant State law, a primary Alternate as well as secondary Alternates to act as his or her official representative(s) in the absence of the Member. The Member shall notify the Executive Director in writing of all such appointments. Such Alternate(s) shall have all powers and duties of the Member in the absence of the Member at any meeting of the Council, its Committees, or any other activities taken on behalf of the Council.

**Article II. Finance.**

Section 1. Fiscal Year. The Fiscal Year of the Council shall be from July 1 to June 30.

Section 2. Fiscal Agent. All or portions of the funds of the Council may be deposited with a fiscal agent designated by the Council. Such funds shall be paid out pursuant to check draft or other appropriate instruments as may be authorized by the Council.

At the discretion of the Council, funds of the Council may also be deposited in the name of the Council in such bank or banks as the Council shall designate, and shall be drawn out only by check signed by the Executive Director and such other persons designated by resolution by the Council.

Section 3. Budget. The Chair, with the assistance of the Executive Director, shall prepare and submit to the Council a budget of proposed income and expenditures on an annual or other basis as appropriate. Once approved by the Council, a budget shall constitute authority for the Executive Director to make expenditures within the approved expenditure levels included in the budget. Between meetings of the Council, spending from new funding sources may be approved by the Chair of the Council upon consideration of detailed information submitted to the Chair by the Executive Director, as long as such expenditures are within the approved expenditure levels included in the budget.

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All proposed expenditures or contracts entered into in excess of \$20,000 must first be approved by the Council at any meeting of the Council.

Section 4. Dues. The expenses of the Council shall be paid from the dues collected from the Parties and from other sources of revenue approved by the Council. Equitable apportionment shall be determined upon unanimous vote of the Council. All budgets and corresponding dues shall be considered at the Council’s annual meeting, and thereafter as determined by the Council.

Section 5. Special Assessments. Special events, including but not limited to Regional Review under Section 4.5 of the Compact; Council Review under Section 4.9.2 and 4.9.3 of the Compact; and, Enforcement or appeals under Section 7.3 of the Compact may require special assessments. The Council shall determine how to equitably apportion these special assessments by unanimous vote.

**Article III. Meetings.**

Section 1. Semi-Annual Meeting. The Council shall hold two Semi-Annual Meetings at a time and place designated by the Chair. The Council shall hold two Semi-Annual Meetings every fiscal year. Semi-Annual Meetings of the Council may take place via face-to-face meeting, conference call, or other medium that is open to the public, in accordance with Section 6.1.1 of the Compact

Section 2. Special Meetings. Special meetings of the Council may be called by the Council Chair or by a majority of the Council in writing to the Chair. Special Meetings of the Council may take place via face-to-face meeting, conference call, or other medium that is open to the public, in accordance with Section 6.1.1 of the Compact

Section 3. Notice. The Executive Director, on behalf of the Chair, shall provide notice in writing of the time and place of each Annual and Special Meeting to each Member and Alternate, as well as the public not later than 30 days prior to the date of the meeting. Notice may be provided via mail, telefax, e-mail or posting to the Council website.

For special meetings, if less than 30 days notice is provided, the notice shall include an explanation of why reduced notice is necessary.

Section 4. Quorum. For the purpose of establishing a quorum, participation may also take place via conference call or other communications medium approved by the Council that is open to the public.

Section 5. Minutes. The Executive Director shall be responsible for recording minutes of the Council’s meetings and making the minutes available to the public, including but not limited to posting of minutes to a website.

Section 6. Voting. Members may vote in person, orally, telephonically, or by written vote. The Executive Director shall develop the protocols for how to administer votes.

**Article IV. Officers.**

Section 1. Officers. The Officers of the Council shall include a Chair, Vice-chair, and the Executive Director and such other officers as the Council may from time to time elect or appoint. The Chair and Vice-chair must be Members. The Chair and Vice-chair shall be elected at the Annual Meeting to take office immediately at the conclusion of the Annual Meeting and shall serve until their successors have been elected and assume office

Vacancies in any office arising from any cause may be filled by the Council at any regular or special meeting.

Section 2. Duties.

The Officers shall perform such duties as outlined in the Compact, the duties customarily performed by officers, and such other duties as the Council or the Chair may direct.

Section 3. Executive Director. The Executive Director shall be responsible for the operation of the Council, shall sign or countersign all contracts and other instruments of the Council as authorized by the Council, shall make reports to the Council and shall perform all such other duties as are incident to the office or are properly required of him by the Council.

The Executive Director shall have the authority to develop protocols; including the power to create forms, and staff administrative procedures.

Beginning five years after the adoption of these By-laws and every five years thereafter, the Executive Director shall review these By-laws and report to the Council at its Semi-Annual Meeting with any recommendations he or she may have for amending these By-laws.

An individual designated by the Chair shall exercise all the functions of the Executive Director during the absence or disability of the Executive Director.

Section 4. Term. The term of office for the Chair and Vice-Chair shall be one year. The Chair and the Vice-Chair shall be limited to two consecutive terms.

**Article V. Committees.**

Section 1. Establishment. The Council may from time to time establish by resolution one or more committees to serve at the will of the Council. Each such committee shall have advisory powers only, unless by appropriate delegation of authority in these Bylaws or by Council resolution delegating specific authority, the Council empowers such committee to act for the Council on its behalf.

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Section 2. Committee Membership. The size and membership of each Committee shall be provided by resolution of the Council. Each Committee shall have at least two members.

**Article VI. Amendments.**

Section 1. Amendment. These By-Laws may be amended at any meeting by a majority of the Members, provided that written notice of the proposed amendment is given to all Members at least 30 days before the meeting.

**Great Lakes—St. Lawrence River Basin Water Resources Compact**

**Interim Guidance**

The policies and procedures outlined in this guidance are intended to supplement existing requirements in the Compact. Nothing in the policies or procedures shall affect regulatory requirements. The policies and procedures herein are not adjudication or a regulation. There is no intent on the part of the Council to give the rules in these guidelines that weight or deference. This document establishes the framework within which the Council will exercise its administrative discretion in the future. The Council reserves the discretion to deviate from these guidelines if circumstances warrant.

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**Part I. General.**

**Section 100. Definitions.**

1. The standard definitions set forth in Section 1.2 of the Compact shall apply to this guidance.
2. All references to sections of the Compact are to the version of the Compact enacted as U.S. Public Law No: 110-342.

**Part II. Review and Approval of Exceptions to the Prohibition of Diversions.**

**Section 200. Application.**

**Section 200.1. Purpose.**

The purpose of this Section is to set forth procedures governing applications required by Section 4.9.2.c and Section 4.9.3 of the Compact.

**Section 200.2. Preliminary Consultations.**

Any Originating Party is encouraged, prior to submission of an application for Council review, to request a preliminary consultation with the Executive Director for an informal discussion of preliminary plans for any Proposal that is or may be subject to the Council's review and approval.

**Section 200.3. Submission of Application.**

1. An Applicant shall submit to the Originating Party an application for a Proposal that is subject to the review and approval of the Council under Section 4.9.2.c or Section 4.9.3 of the Compact in such manner and with such accompanying information as the Originating Party shall describe and consistent with Section 200.4.
2. The Originating Party shall submit to the Council and to the Regional Body an application for a Proposal that is subject to the review and approval of the Council under Section 4.9.2.c or Section 4.9.3 of the Compact, consistent with Section 4.7 of the Compact and in accordance with these guidelines.
3. The Originating Party shall submit 12 copies of the application to the Council. These copies may be submitted in electronic form, including submission on CD, if they are in a common format that allows public accessibility (e.g. Adobe Acrobat PDF format).

**Section 200.4. Contents of Application.**

All Applications shall be submitted on forms and in a manner prescribed by the Council.

**Section 200.5. Notice of Application.**

1. The Originating Party shall, no later than 10 days after submission of an Application to the Council, notify each municipality in which the Proposal is located, the county planning agency of each county in which the Proposal is located and each federally recognized Tribe within the Basin that an application has been submitted to the Council. The Originating Party shall also publish at least once in a newspaper of general circulation serving the area in which the Proposal is located, a notice of the submission of the application no more than 10 days after the date of submission.

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Additionally, the notice shall be posted on the Council’s website and sent out, either electronically or in written form, to interested Persons in accordance with a list of such Persons compiled by the Council. Any interested Person may have their name added to the list by making a written request to the Council. All notices required under this Section shall contain a description of the Proposal, its purpose, requested water withdrawal, diversion and consumptive use amounts, location and address, electronic mail address, and phone number of the Council.

2. The Originating Party shall provide the Council with either a copy of the United States Postal Service return receipt or other form of proof of notification or receipt for the notification provided under Section 200.5.1 and a proof of publication for the newspaper notice required under Section 200.5.1. The Originating Party shall also provide certification on a form provided by the Council that it has made such other methods of notifications, such as electronic notification, as provided under Section 200.5.1. Until these items are provided to the Council, processing of the Application will not proceed.

**Section 200.6. Completeness of Application.**

1. The Executive Director as well as the Agency Staff of the Parties shall review the Application, and if necessary, request that the Originating Party provide any additional information that is deemed necessary for proper evaluation of the Proposal.
2. The Originating Party has a duty to provide information reasonably necessary for the Council’s review of the Application. If the Originating Party fails to respond to the Council’s request for additional information, the Council may terminate the Application process, close the file and so notify the Originating Party. The Originating Party may resubmit without prejudice a new Application.

**Section 201. Process for Review of Applications.**

1. No decision shall be made by the Council before the Regional Review process is completed and all final Declarations of Finding are received from the Regional Body, as described in Section 4.5 of the Compact.
2. The Council may, at its discretion, hold a hearing before a decision is made on an Application.
3. The Council shall consider the Regional Body’s Declaration of Finding before making a decision on a Proposal.
4. Unless the Applicant or the Originating Party otherwise requests, the Council shall endeavor to meet and act upon all Applications within 60 days after receiving all final Declarations of Finding from the Regional Body.

**Section 202. Conditions and Term of Council Approval.**

1. The Council may:
  - a. Approve the Proposal if it determines that the Proposal is consistent with the Compact, in particular with the Exception Standard and any additional relevant criteria as described in the Compact;
  - b. Modify and approve, as modified, a Proposal if it determines that the unmodified Proposal is inconsistent with the Compact, in particular with the Exception Standard and any additional relevant criteria as described in the Compact; or,

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- c. Disapprove a Proposal if it determines that the Proposal is inconsistent with the Compact, in particular with the Exception Standard and any additional relevant criteria as described in the Compact.
2. Approvals issued under this Part shall have a term equal to the term of the accompanying Originating Party Approval regulating the same subject matter unless an alternate period is provided for in the Council Approval.
3. Council Approval of a Proposal shall expire five years from the date of such Approval if the Withdrawal, Diversion or Consumptive Use has not been commenced, unless an alternate period is provided for in the original Approval or such five-year period is extended in writing by the Council.
4. If a Withdrawal, Diversion or Consumptive Use approved by the Council is discontinued for a period of seven consecutive years, the Approval shall be null and void, unless a waiver is granted in writing by the Council.

**Part III. Rule-Making Procedures.**

**Section 300. Rule-Making Initiation**

The Council may commence a rulemaking proceeding on its own initiative, including upon the recommendation of any Council Committee charged with making any such recommendation.

**Section 301. Notice.**

1. Before the adoption of a Rule, the Council shall provide notice of the proposed Rule pursuant to this Section. Notice of a proposed Rule shall include the following:
  - a. The proposed Rule;
  - b. Where comments may be inspected;
  - c. The time within which comments may be made;
  - d. Appropriate information about a public hearing, if any, including the names of the persons making the request;
  - e. How comments may be submitted; and,
  - f. The timetable for action.
2. Notice shall be given of the date, time and place of any Hearing to be held by the Council.
3. The notice shall identify the right of any Person to participate in the rulemaking proceeding by the submission of written comment, either as part of, or independent of, the Hearing.
4. The Executive Director shall give notice of a proposed Rulemaking and Hearing under this Section as follows:
  - a. Posting on the Council’s website; and,
  - b. Correspondence, either electronically or in written form, to interested Persons in accordance with a list of such Persons compiled by the Council. Any interested Person may have his or her name added to the list by making a written request to the Council.

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**Section 302. Public Participation.**

1. After the notice has been given for the proposed Rulemaking there shall be a public comment period during which the Council shall allow all Persons to submit information and comment on the Rule proposed for adoption. The information or comment may be submitted electronically or in written form.
2. The Council shall consider all information and comments on a Rule proposed for adoption that is submitted within the comment period under Section 302.1
3. When the Council holds a hearing, the Council may allow a Person to make an oral presentation with information and comment about the Rule. Hearings must be open to the public and shall be recorded.

**Section 303. Availability of Records.**

1. A copy of Hearing records, including any electronic record or written transcript (if created) shall be available for review at the Council offices during its official business hours, unless otherwise specified by the Presiding Officer at the close of the Hearing.
2. A copy of the electronic records or transcript may be obtained upon written request and payment of reasonable costs.
3. A copy of all comments received during the public comment period may be obtained upon written request and payment of reasonable costs.

**Section 304. Final Adoption.**

1. The Council may not adopt a rule until the announced public comment period has expired.
2. In accordance with Section 3.3 of the Compact, the Council shall, by majority vote, decide whether to adopt a Rule.
3. The Executive Director shall give notice of final rulemaking by posting on the Council’s website.