



Western Interstate Energy Board

WESTERN INTERSTATE NUCLEAR BOARD BYLAWS

(Bylaws Revised May 17, 2019)

ARTICLE I. - The Board

- A. As provided in P.L. 91-461 and member state laws, the Western Interstate Nuclear Board (Board) shall be composed of one member from each party state designated or appointed in accordance with the law of the state which he/she represents and serves and subject to removal in accordance with such law. Any member of the Board may provide for the discharge of his/her duties and the performance of his/her functions thereon (either for the duration of his membership or for any lesser period of time) by a deputy or assistant, if the laws of his/her state make specific provision therefor. A representative of the federal government shall serve as provided in appropriate Federal Legislation.¹
- B. The Board members of the party states shall each be entitled to one vote on the Board. No action of the Board shall be binding unless a majority of all members representing the party states participate and unless a majority of the total number of votes on the Board are cast in favor thereof.¹ Voting on any motion brought before the Board may be conducted in person or via email, letter, or telephone. All email, letter, or telephone votes shall be acknowledged, received, and recorded by the Secretary of the Board.
- C. The Board shall elect annually, from among its members, a Chair, a Vice-Chair, and a Treasurer.
- D. The Board shall have an executive Committee consisting of the officers. The Executive Committee shall have and exercise only those powers and functions of the Board during the intervals between meetings thereof relating to internal fiscal matters, personnel, administration, and similar subjects; provided that the Executive Committee shall have no power to amend the Bylaws or act on any matter contrary to the expressed policy of the Board. The Executive Committee shall give appropriate notice to the entire Board of its meetings and agenda and shall report all its actions to the full Board.

¹ These paragraphs are taken directly from the compact law. They are repeated here for continuity and information.

- E. The Western Interstate Nuclear Board shall meet annually in the month of April, May or June and at such times as determined by the chair or upon request by five (5) Board members. Meetings of the Board shall be arranged by the Executive Director. In the absence of the chair, the next succeeding officer shall preside.
- F. The Board establishes a fiscal year ending June 30. The Board will share staff and office resources with the Western Interconnection Regional Advisory Body (WIRAB), but shall maintain separate financial records from WIRAB.
- G. The annual report shall be submitted within ninety days subsequent to the close of the fiscal year.
- H. The Board shall establish and maintain its headquarters in one of the states that is a party to the Western Interstate Nuclear Compact.
- I. All meetings of the Board except personnel meetings shall be open meetings.
- J. Officers elected annually shall assume office immediately after the close of the annual meeting and serve until the close of the succeeding annual meeting.

ARTICLE II. - The Executive Director

- A. The Board shall appoint and fix the compensation of the Executive Director who shall serve at its pleasure and who shall also act as Secretary to the Board and, together with the Treasurer, shall be bonded in the amount set by the Board, but at least \$30,000.
- B. The Executive Director shall be responsible for the initiation, development, and execution of the Board's program and policy, including the work of the Western Interstate Energy Board and the Western Interconnection Regional Advisory Body, and shall, on a periodic basis, keep the Board apprised of progress.
- C. The Executive Director, with the approval of the Board, shall appoint and remove or discharge such personnel as may be necessary for the performance of the Board's functions irrespective of the civil service, personnel, or other merit system laws of any of the party states.¹
- D. The Executive Director shall act as spokesman for the Western Interstate Nuclear Board under authority delegated by the Board, except in those instances where the Board shall expressly reserve this authority to itself or to an individual or group of individuals.

ARTICLE III. - Reimbursements

- A. Any expenses and any other costs for each member of the Board in attending Board meetings shall be met by the Board.¹ Provided, however, that such reimbursement for expenses shall be limited to actual travel, per diem room and subsistence, and

communication charges. The Executive Director is authorized to establish, upon approval by the Executive Committee, per diem limitations for such expenses. Expenses of alternates shall not be paid, except when they serve as the state representatives in the absence of the Board members. This requirement will not prohibit the payment of expenses of an alternate when serving in another capacity.

- B. No member of the Board shall receive payments for services rendered directly to the Board or for services rendered as a representative of the Board except for reimbursements of actual travel, subsistence, and communication charges. Expenses incurred in such services or representation shall be reimbursed when authorized on a continuing or single act basis by the Board or any one of the Board Officers who shall immediately report such authorization in writing to the Chair and Executive Director. All such authorizations made by the officers shall be reviewed by the full Board.
- C. No officer shall authorize reimbursement of his/her own expenses.
- D. Reimbursement of expenses for committee members shall be limited to actual travel, per diem room and subsistence, and communication charges for meetings and activities initiated by the respective committee chairmen. The Executive Director is authorized to establish, upon approval of the Executive Committee, per diem limitations for such expenses. Reimbursement shall be approved for those committee members or alternate committee members which are designated for participation in committee activities by the Board members. Provided, however, that reimbursement shall only be authorized for one member from each state for any single meeting, as called by the committee chair.

ARTICLE IV. - Western Interstate Energy Board

- A. The Western Interstate Energy Board (Energy Board) is established as a standing advisory committee to the Board. The Energy Board shall be composed of the following:
 - 1. Dues-paying member states of the Board;
 - 2. Associate Energy Board members, as defined in Article IV, B; and
 - 3. Non-member states, as defined in Article IV, C.
- B. The Energy Board may confer the Status of Associate Energy Board Member on Mexican States and Western Canadian Provinces. Associate Energy Board Members shall be eligible to participate in all of the Energy Board's activities without vote. Associate Energy Board members shall not be eligible to serve as officers of the Energy Board. The Executive Committee of the Board shall establish the appropriate level of dues for Associate Energy Board Members.
- C. Representatives of states which are not presently members of the Western Interstate Nuclear Compact shall be permitted to participate in Energy Board activities following invitation from the Energy Board. The level and nature of participation of each non-

member state shall be set by the Energy Board. The Executive Committee may establish appropriate fees for such non-member participation in Energy Board activities. In establishing such fees, the Executive Committee of the Board may consider the level and nature of each non-member state's participation.

- D. Except as provided in Article IV, B and C each state on the Energy Board shall be entitled to one vote on the Energy Board. No action of the Energy Board shall be binding unless a majority of all Energy Board member states participate and unless a majority of the total number of votes on the Energy Board are cast in favor thereof. Voting on any motion brought before the Energy Board may be conducted in person or via email, letter, or telephone. All email, letter, or telephone votes shall be acknowledged, received, and recorded by the Secretary of the Board.
- E. The Energy Board shall elect annually, from among its members, a Chair, a First Vice-Chair, a Second Vice-Chair, and a Treasurer.
- F. The Energy Board shall meet at the same time and in the same place as the Board.
- G. Each year the Energy Board shall develop a draft work plan for submission to the Western Governors' Association Executive Director prior to the Western Governors' Association Spring Staff Council meeting. The Executive Director of the Energy Board shall attend the Spring Staff Council meeting in order to discuss the work plan and to collaborate on the drafting of any relevant Western Governors' Association resolutions and/or work items.
- H. Policy statements or resolutions shall come before the Energy Board as provided under the Energy Board's Policy Statement/Resolution Approval Process.
- I. State and provincial appointees to the Energy Board shall be respective state and provincial representatives on WIRAB. Any change to this section must be approved by both WIEB and WIRAB.
- J. The Chair of the Energy Board shall appoint chairpersons for standing committees as well as ad hoc committee to the Energy Board. Members of the Energy Board of Directors of participating states, at their discretion, may appoint one member from each state to a standing or ad hoc committee. Members of the committees may be Energy Board members or other qualified personnel.
- K. Expenses may be paid by the Board for committee activities subject to the limitations of Article III, Section D of these by laws. Reimbursement of expenses for committee activities shall be permitted following the approval of the committee chairperson.
- L. Ad hoc committees may be appointed by the Chair of the Energy Board for issues which do not otherwise fall within the jurisdiction of standing committees to the Energy Board. Such ad hoc committees may conduct activities until such time as the ad hoc committee chairperson or the Energy Board deems dissolution of the committee necessary or

desirable. Expenses for ad hoc committee activities may be paid by the Board subject to the approval of the Chair of the Board and subject to the limitations Article III, Section D of these by-laws.