



Louisiana Ports and Waterways Investment Commission Bylaws

LOUISIANA PORTS AND WATERWAYS INVESTMENT COMMISSION BYLAWS

ARTICLE I

Office of the Commission

The principal office of the Commission shall be at the Louisiana State Capitol building, Baton Rouge, East Baton Rouge Parish, Louisiana.

Applicable Law

These By-Laws are adopted in accordance with and pursuant to Act No. 755, Louisiana Revised Statute 34:5221 through 5224, creating the Louisiana Ports and Waterways Investment Commission.

ARTICLE II

Regular Meetings

Regular meetings shall be held in accordance with Act No. 755, Louisiana Revised Statute 34:5221 through 5224, and the By-Laws of the Commission, in the Louisiana Capitol Building, 900 North Third Street, Baton Rouge, Louisiana, which meetings shall commence at 2:00 o'clock p.m., on the second Thursday of each month. Regular meetings shall adjourn no later than 4:00 o'clock pm and any pending business shall be immediately resumed at the next regular meeting of the Louisiana Port and Waterways Investment Commission. The Chairman may change the date of the regular meeting within 30 days previous or prior to the regular meeting date upon his discretion given at least a 7 day public notice. The Chairman may also change the regular meeting date upon request to do so in writing from at least two-thirds (2/3) of the Commission membership, and the Chairman in consultation with the Vice-Chairman shall choose a new date. The Chairman shall establish an annual meeting schedule in December of each year for the following year.

Special Meetings

Special meetings of the Commission shall be held at the call of the Chairman on no less than twenty-four (24) hours' effective written notice to the members, and such meetings shall also be held on the written request of two-thirds (2/3) of all members of the Commission. The notice of special meetings shall contain a statement of the specific item or items of business to be transacted and no other business shall be transacted at the meeting. Only those matters that shall be considered which have been included in the notice, unless that number of members as outlined in Article VI hereinafter are present and agree to take up other matters. The Chairman shall cause notice of the time and place of special meetings and agenda items to be emailed to each member of the Commission. Special meetings of the Commission may be convened without the required notice where such is waived in writing by all of the members of the Commission. All meetings shall be open to the public; however, the Louisiana Port and Waterways Investment Commission may go into Executive Session as provided by law.

ARTICLE III

Quorum-Minutes

Two-thirds (2/3) of the members of the Commission shall constitute a quorum and all actions or resolutions of the Commission must be approved by the affirmative vote of not less than two-thirds (2/3) of all members of the Commission. The Chairman shall cause a tentative draft of the minutes of each meeting to be submitted to each member of the Commission within fifteen (15) days after such meeting. All minutes shall be reviewed for approval at the next regular meeting of the Commission.

ARTICLE IV

Duties of Chairman and Vice-Chairman

The powers and duties of the Chairman shall be:

1. to preside at all meetings of the Commission with the right to vote on all questions;
2. to take all reasonable steps to see that the functions and purposes of the Commission, as set forth in the laws and Constitution of the state of Louisiana, are carried out, and to see that the by-laws of the Commission are complied with;
3. to call special meetings of the Commission in his/her discretion;
4. to serve as an ex-officio member of any and all subcommittees, working groups, advisory committees, task forces and any other group or committee created by and for the Commission;
5. to be the Commission's liaison with all other departments and offices of government for the State of Louisiana;
6. to perform such other duties as are usually incumbent upon the Chairman of a Commission.

If the Chairman is unable to serve, the Vice-Chairman shall assume such duties as set forth above.

ARTICLE V

Committees

The Chairman shall appoint subcommittees, task forces, or working groups; and the chairs and vice-chairs of each as, in his/her discretion, are advisable to handle and further the work of the Commission. The Commission may authorize the appointment of special committees by an affirmative vote of at least two-thirds of its members. The Chairman of the Commission shall name a Commission member to act as Chairman of each committee and give instructions as to the committee's responsibilities and when it is to report. The Commission may discharge the committee by an affirmative vote of at least two-thirds of its members.

ARTICLE VI

Amendment of By-Laws

These By-Laws may be altered or amended at any regular or special meeting of the Commission with the approval by the affirmative vote of not less than two-thirds (2/3) of all members of the Commission. However, no such alteration or amendment shall be considered unless a ten (10) day written notice of the intention to alter or amend the By-Laws shall have been given in writing to each member of the Commission, to which there shall be attached a draft of the proposed alteration or amendment.

ARTICLE VII

Order of Business

Not later than Friday next preceding the regular meeting day, the Chairman of the Commission shall prepare and email to each Commission member an agenda setting forth all matters to be considered and/or acted upon at the regular meeting, and only those matters set forth in such agenda shall be considered and/or acted upon at the meeting unless at least two thirds (2/3) of all the members of the Commission are present and at least two thirds (2/3) of those members present agree to take up other matters.

ARTICLE VIII

Rules of Order

These By-Laws may be supplemented by any Rules adopted by the Commission. However, to the extent there is any direct conflict between these By-Laws and the Rules, the By-Laws shall control and govern the acts or omissions of the Commission. Except as otherwise provided by law, by the Rules or by these By-Laws, Roberts' Rules of Order shall be the parliamentary authority for all other matters of procedure at Commission meetings.

ARTICLE IV

Revision of By-Laws

This revision and restatement of the By-Laws of the Louisiana Ports and Waterways Investment Commission is effective October 10th, 2024, and was approved by the Louisiana Ports and Waterways Investment Commission at a regular meeting held on October 10th, 2024.