

**BY-LAWS
FOR THE CONDUCT OF THE AFFAIRS OF
BARD WATER DISTRICT – BARD, CALIFORNIA**

These BY-LAWS have been adopted under the authority of the provisions of Division 13 of the Water Code of the State of California by the Board of Directors of the Bard Water District, have been approved by the Board of Supervisors of the County of Imperial, California, and are part of the Law governing said District.

**ARTICLE 1
ELECTIONS**

A. GENERAL ELECTIONS

The general elections of the Bard Water District shall be held on the first Tuesday following the first Monday in November of each odd numbered year, commencing with the year 1975. The provisions of the Uniform District Election Law and the Election Code of the State of California, so far as they may be applicable, shall govern all general elections of the Bard Water District and all special elections of said District except as may be otherwise provided in said Division 13 of the Water Code of the State of California. Directors of the District shall be elected at the general elections held in accordance herewith.

B. PROPOSITIONS

Propositions may be submitted to the voters of the District at any general election, either by the Board of Directors of the District or by the holders of title to a majority of the land within the District. In the event that the holders of title to a majority of the land within the District desire to have a proposition submitted to the voters of the District at a general election, a petition signed by the holders of title to a majority of the lands within the District, properly verified, which sets forth the proposition to be included upon the ballot, shall be presented to the Board of Directors of the District at least sixty (60) days prior to the day of holding said general election at which the proposition is to be submitted. Upon proof that the said petition is in all respects valid and genuine and has been signed by the holders of title to a majority of the land within the District and conforms to the requirements of these By-Laws, the Board of Directors shall cause the said proposition to be placed upon the ballot at the next succeeding general election.

C. SPECIAL ELECTIONS

Special elections shall be called and held in the manner and upon the notice set forth in Division 13 of the Water Code of the State of California and the provisions of these By-Laws.

D. TIME, PLACE AND MANNER OF CONDUCTION ELECTIONS AND THE MANNER OF GIVING NOTICE THEREOF

All general elections of the District shall be held at such times as are provided by these By-Laws in the case of general elections and all special elections shall be held at such time as is specified by the Board of Directors in its resolution of ordinance adopted in connection with the calling of said special election. The polling place or places in all elections, whether general or special, shall be determined by the Board of Directors and set forth in the notice calling said election. All elections shall be held and conducted pursuant to the provisions of the Election Code of the State of California so far as they may be applicable, except as otherwise provided in Division 13 of the Water Code of the State of California and in these By-Laws.

E. QUALIFICATIONS OF VOTERS

1. All persons voting at any election of the District must be qualified as provided by the provisions of Division 13 of the Water Code of the State of California and shall be entitled to cast the number of votes as provided for in said Division 13 of the Water Code.

2. When any parcel or parcels of land within the boundaries of the District are assessed to more than one person, as shown by the next preceding assessment book of the District, each person whose name appears on said assessment book as the owner of title to said land, shall be entitled to cast his, her or its pro-rata share of all votes which might be cast by reason of the ownership of the particular parcel or parcels of land.

F. METHOD OF VOTING

1. *Number of Votes.* Each voter shall have one vote for each dollars' worth of land to which he, she or it holds title. The next preceding assessment book of the District is conclusive evidence of ownership and of the value of land so owned.

2. *Manner of Voting.* Every voter or his legal representative may vote either in person or by proxy at any District election. No proxy shall be valid, accepted or vote allowed thereon at any District election unless it meets all the following requirements:

- a. It is in writing;
- b. It is executed by the person or legal representative of the person who, according to the next preceding assessment book of the District, is entitled to vote for which the proxy is given;
- c. It is acknowledged or certified;
- d. It specifies the election at which it is to be used; and,
- e. It shall be on a form as specified by the county elections official.

The proxy shall be used only at the election specified. Every proxy shall be revocable at the pleasure of the person executing it.

3. *Legal Representatives.* Before a legal representative votes at a District election, he, she or it shall present to the Board of Election a certified copy of his, her or its authority, which shall be kept and filed with the returns of the election.

G. RECALL ELECTIONS

1. The holder of any elective office of the District who has held office at least six months and against whom no recall petition has been filed within the preceding six months, may be removed or recalled at any time by the voters by following the procedure set forth in these By-Laws and set forth in the applicable provisions of the Election Code of the State of California not inconsistent with these By-Laws. A petition demanding the recall of the officer sought to be recalled shall be signed by voters entitled to cast the number of votes equal in number to 10% of the entire number of votes cast for all candidates for the office held by the incumbent sought to be recalled, at the last preceding general election at which the office was filled by election.

2. The term "Officer" or "elective office", as used in these By-Laws, are hereby defined to mean all elective offices of the District including the Directors thereof.

3. Whenever the context so requires, the following terms, when used in connection with the Election Code shall have, for the purposes hereof, the following meaning: "City" means District; "Clerk" or "City Clerk" means the Secretary of the District; and, "City Council" means the Board of Directors of the District.

4. Recall elections shall be conducted, canvassed, and the result declared in substantially the same manner provided for the holding of a general election or special election in this District.

ARTICLE II
DIRECTORS AND OFFICERS

A. QUALIFICATIONS

1. The directors and officers of the District, other than the secretary, must be:
 - a. a citizen of the United States of America;
 - b. over the age of twenty-one years;
 - c. must be one of the following:
 - i. a holder of title to land within the District,
 - ii. the legal representative of a holder of title to land within the District, or,

- iii. a representative designated by a holder of title to land within the District, if the holder has filed with the District written evidence of that designation; and,
- d. must be qualified in all respects to vote at District elections.

2. "Legal representative" means a duly appointed and acting guardian, conservator, principal, executor, or administrator of the estate of a holder of title to land or a person duly authorized to act for, or on behalf of, a holder of title to land that is not a natural person.

3. Not more than one (1) director on the Board of Directors for the District may be from the same family (i.e. husband and wife, parent and child, siblings, etc.) and/or legal entity (i.e. partners, members, shareholders, and/or owners of the same company) at any given time.

4. The secretary must be a citizen of the United States of America, over the age of twenty-one years, and shall not be required to be a resident within the District nor to be qualified to vote at District elections.

B. DUTIES

The Board of Directors and the officers and employees of the District shall perform all duties set forth in Division 13 of the Water Code of the State of California and these By-Laws and shall at all times comply with the constitutions and statutes of the United States and of the State of California.

C. POWERS OF THE BOARD OF DIRECTORS

The Board of Directors shall have the power to do all acts not prohibited by law, necessary or reasonably required to accomplish the purposes for which the District was created and exists. The Board of Directors shall act only by resolution or motion. Resolutions and motions may be adopted by voice vote but, on demand of any member, the roll shall be called. No motion or resolution shall be passed or become effective without the affirmative vote of a majority of the members of the Board present at the meeting.

D. TENURE OF OFFICE

All directors shall hold office for a period of four (4) years or until his or her successor qualifies and takes office. Officers shall hold office for a period of one (1) year, with officers being voted on and approved by the Board of Directors on an annual basis. The secretary of the District shall hold office at the pleasure of the Board of Directors of the District. If a director is absent three times in succession without just cause, he or she may be removed from office at the discretion of the remaining Directors.

E. TIME AND MANNER OF APPOINTMENT OF ELECTION OF DIRECTORS

1. Nomination of directors shall be made by filing at the office of the District not more than forty (40) nor less than twenty-five (25) days before the general election, a petition signed by not less than twenty-five percent (25%) of qualified voters, but at least twenty-five (25) signatures, requesting that the names of persons specified in the petition be placed on the ballot as candidates for the office specified. Candidates may begin circulating their petitions six (6) months prior to the election, but not earlier.

2. Only the names of persons properly nominated, and deemed qualified by the District, shall be printed on the ballot, but a blank space shall be left on each ballot, after the names of the candidates for each office, in which voters may insert names of other candidates.

3. All nominating petitions shall be preserved by the Secretary in the files in the office of the District.

4. The Secretary of the District shall be appointed by the Board of Directors. The Board of Directors shall also have the power to appoint the holder of any office or offices of the District to fill any vacancy existing in the office of Secretary, or in the combined office or individual offices of Assessor, Tax Collector, and Treasurer.

F. OFFICERS

1. President – The President of the Board of Directors of the District shall preside at all meetings of the Board of Directors and perform such services as are usually performed by a president and such other duties as may be required by the Board and/or District.

2. Vice President – The Vice President of the Board of Directors of the District shall discharge the duties of the President in the event of his or her absence, resignation or inability to serve and perform such other duties as may be required by the Board and/or District.

3. Secretary – The District Secretary shall prepare all notices and agendas of meetings and post, mail and/or send by electronic media the same to all persons entitled thereto. The Secretary shall also record and transcribe minutes of the meetings, setting forth all actions taken by the Board at its meetings, and prepare the same for later adoption by the Board. The Secretary is further responsible for the preservation of minutes, resolutions and other records of action of the Board of Directors.

4. Tax Collector/Assessor/Customer Billing Technician – The Tax Collector shall be responsible for the distribution of invoices for the annual assessment of landowners and/or water users of the District. The annual assessment of the District shall be billed in two installments, with the invoice for the first installment distributed on or before January 10th, and the invoice for the second installment distributed on or before August 10th. The Tax Collector shall be responsible for the collection of all payment for

assessment and make timely deposits of the funds received into the bank account of the District. Before the end of the assessment year, the Tax Collector shall prepare a certificate listing all properties with unpaid assessments for the purpose of placing a lien on said properties to insure that past due assessments are collected on behalf of the District.

5. Treasurer/Financial Administrative Assistant – The Treasurer shall be responsible for monitoring and tracking the funds and finances of the District and is further responsible for the accounting of the same. The Treasurer shall input all financial information of the District into the District’s accounting software and shall ensure reports are accurate and completed on time. The Treasurer is further responsible for the payment of District expenditures, payroll, and employee CalPERS, federal and state tax payments.

6. Legal Counsel – The duties of Legal Counsel shall include, but are not limited to, reviewing and preparing contracts and other legal documents, handling legislative matters of interest to and affecting the District, bringing to the Board’s attention matters of interest and/or concern, advising District staff and/or the Board of legal requirements, and any other tasks requested and/or directed by the Board.

G. DEPUTIES AND EMPLOYEES

The Board of Directors may employ agents, officers, and employees as required and may prescribe their duties and fix their salaries and compensation. The Board of Directors may appoint deputies for the offices of Secretary and the combined office or individual offices of Assessor, Tax Collector, and Treasurer in such numbers as, in the discretion of the Board of Directors may be necessary to perform the functions of said officers. The Board of Directors may consolidate the duties of any deputy so that any deputy may act as a deputy to more than one officer of the District.

H. VACANCIES

If any office of a director or the combined office or individual offices of Assessor, Tax Collector, and Treasurer shall become vacant, it shall be filled by appointment of the Board.

I. COMPENSATION

1. The compensation of the directors shall be such as may from time to time be fixed by the Board of Directors but not to exceed \$150.00 for each meeting of the Board of Directors attended by the directors, respectively, and for each day’s service rendered as a director by order of the Board of Directors, together with any expenses incident to such service except expenses incurred in traveling between his place of residence and the place at which directors’ meetings are held, and provided further that directors shall not be compensated for attendance at more than two meetings of the Board of Directors in any one calendar month.

2. The salary of the Secretary of the District shall be such as may from time to time be fixed by the Board of Directors.

3. The salary of the combined office or individual offices of Assessor, Tax Collector, and Treasurer of the District shall be such as from time to time may be fixed by the Board of Directors.

4. The salaries and compensation of agents, officers, employees and deputies, except as herein above in this subdivision set forth, shall be such as shall be fixed from time to time by the Board of Directors, officers or employees of the District, as may be determined by the Board.

J. FIDELITY OF BONDS OF DIRECTORS AND OFFICERS

The Board of Directors may fix a bond in an amount to be determined by the Board of Directors at any time or from time to time, which bond may be required to be furnished by any or all of the directors, officers, or employees of the District, as may be determined by the Board. The premium for any bonds so required shall be paid by the District.

ARTICLE III
THE BOARD OF DIRECTORS

A. ORGANIZATION OF THE BOARD

The Board shall be made up of five (5) directors. At the first regular meeting following the general election of the District, the Directors shall meet and organize as a Board and may transact any and all other business of the District coming before the Board. At the first regular meeting of the calendar year, the Board shall elect a president and vice-president from among its members, and shall appoint a secretary who shall not be a member of the Board of Directors.

B. TIME AND PLACE OF REGULAR MEETINGS

The Board shall hold its regular meeting on the first Thursday of each month at the office of the District at the hour of 9:00 a.m. No notice shall be required of regular meetings of the Board of Directors. The Agenda for each regular meeting will be posted at the District office at least seventy-two (72) hours before the scheduled meeting.

C. CHANGE OF TIME AND PLACE OF REGULAR MEETINGS

1. The Board, by resolution entered upon its minutes, may fix any day of the month for its regular monthly meeting notwithstanding the above provisions. The change shall not be effective until the resolution proposed has been published once a week for two successive weeks in a newspaper of general circulation published in the District, if one exists, or if not, in a newspaper of general circulation within the County of Imperial.

2. The Board may adjourn any meeting, whether regular or special to any future date preceding the next regular meeting of the Board. Any act done at an adjourned meeting shall have the same force and effect as if done at a regular meeting of the Board of Directors. Provided, however, that if any directors shall not be present at any meeting which is adjourned by the directors, one day's written notice shall be given such director of the date to which the meeting was adjourned. Such notice shall specify the time and place of the adjourned meeting; provided, however, that any director entitled to said notice may waive the same by signing a written waiver at or before the holding of the adjourned meetings.

D. SPECIAL MEETINGS

1. Special meetings of the Board of Directors may be held as required for the proper conduct of the affairs of the District and shall be held at the office of the District. Special meetings may be called at any time by the President of the Board of Directors or by any three members, or a majority, of the Board of Directors.

2. Written notice of any special meeting shall be delivered to each member of the Board of Directors and shall be received at least twenty-four (24) hours in advance of the time the meeting has been set. The notice shall include the time and place of the meeting and the business to be transacted and/or discussed. No other business shall be considered at the meeting.

3. The notice and agenda for the meeting shall also be posted at the District office and on the District's official website twenty-four (24) hours prior to the meeting.

E. OPEN AND PUBLIC

All meetings of the District shall be open and public, and all persons shall be permitted to attend any meeting of the District, except as otherwise provided by these By-Laws and/or the Ralph M. Brown Act. All meetings of the District shall be held within the boundaries of the District.

F. CLOSED SESSIONS

The Board may choose to discuss certain items on its agenda at a regular or special meeting in closed session. Such items will be listed and described on the Agenda and it will be clearly indicated that said item will be discussed in closed session. Only those items permitted to be discussed in closed session as provided for in the Ralph M. Brown Act can be discussed in closed session. Any action taken in a closed session of a regular or special meeting of the Board of Directors will be confirmed in open session. Minutes of the closed sessions of the Board shall be kept separate, in their own book of record. The closed session minute book is not a public record subject to inspection and shall be kept confidential.

G. QUORUM

Three directors, or a majority of the Board, shall constitute a quorum of the Board for the transaction of business. A vote of a majority of the directors present at any meeting where there is a quorum shall be necessary to determine and/or take action on any proposition, motion, resolution or ordinance. Though the President presides over the meetings of the Board of Directors, the President shall have all of the same rights of other Directors to vote, introduce motions, resolutions, and/or ordinances, and participate in any discussion of the Board.

H. CONDUCT OF MEETINGS

1. The President of the Board shall preside at all meetings.
2. In the absence of the President, the Vice-President shall preside.
3. In the absence of both the President and the Vice-President, in any meeting where a quorum is present, the Board shall appoint a president pro tem who shall preside at the meeting.
4. In the absence of a quorum, the meeting may continue for informational purposes only, with no action being taken on any item included on the agenda.
5. The Secretary shall record the minutes of all meetings of the Board of Directors except that, in the absence of the Secretary, the Board may appoint a secretary pro tem who shall record the minutes of that particular meeting.
6. All minutes of the meetings of the Board of Directors shall be kept in a book provided for that purpose and shall be kept on file in the office of the District.

ARTICLE IV
DISTRICT OFFICE

A. LOCATION OF OFFICE

The principal offices of the District shall be located at 1473 Ross Road, Winterhaven, CA 92283.

B. METHOD OF CHANGING LOCATION OF OFFICE

The location of the principal office of the District may be changed from time to time by action of the Board of Directors. Prior to changing the location to the office of the District, the Board of Directors shall cause a notice to be published in a newspaper of general circulation in the County of Imperial, once a week for two successive weeks, stating that the office of the District is to be changed to a new location and specifying the new location to which the office of the District is to be changed and specifying the date upon which the

office will be changed to the new location. Provided, however, that the provisions of this section relative to the giving of said notice are directory and not mandatory.

ARTICLE V **BY-LAWS**

A. METHOD OF AMENDING AND REPEALING BY-LAWS

1. *Voter Amendment, Repeal, and/or Restatement.* The By-Laws may be repealed or amended or new By-Laws adopted by the assent of two-thirds of the total vote of the District, given either in writing or by ballot cast at a District election.

2. *Director Amendment.* The By-Laws may also be amended by a four-fifth vote of the directors and approval of the Board of Supervisors of the principal county of the District.

3. *Certification.* The By-Laws in their original form, together with the approval of the Board of Supervisors and the resolution of the directors adopting them, or together with the written assent thereto, and any repeal or amendment of, or addition to, the By-Laws, together with the written assent thereto or a memorandum of the returns of the election at which the assent was given, shall be certified by a majority of the directors and the Secretary and filed for the record with the County Recorder of each affected county and by them recorded in the book kept for recording writings related to the District. Until so recorded, no by-laws, an addition thereto, or amendment or repeal thereof can be enforced against any person not having actual notice thereof.

ARTICLE VI **FINANCIAL ORGANIZATION**

A. ACCOUNTING AND STATEMENTS

1. On the first Wednesday of each month, the Tax Collector shall do all of the following:

a. Give the Secretary a written statement of all money collected for assessments during the month prior.

b. Give the Secretary a written statement of the amount of assessments still due and owing at the closing of the month prior.

c. File in the District office, with the Secretary, the receipt of the money deposited in the accounts of the District during the month prior.

2. The Treasurer shall, on the first Wednesday in each month, file in the District office, with the Secretary, a verified written report to the Board showing all of the following:

- a. The amount of money in the District treasury at the close of the month prior.
- b. The amount of receipts for the month prior.
- c. The amount and items of expenditures for the month prior.

3. Promptly after completion of the annual audit of the books and records of the District, and in any event on or before the 15th day of September of each calendar year, the Board of Directors shall publish notice that the annual audit of the books and records of the District has been completed and that anyone interested therein may inspect the same at the offices of the District and that any property owner within the District may on request, obtain a copy of such audit at the office of the District.

4. The fiscal year of the District shall be the regular calendar year – January 1 through December 31.

ARTICLE VII
PENALTY FOR BREACH OF BY-LAWS

Any person subject to the By-Laws who shall violate the same shall be subject to suitable penalties to be levied and assessed by the Board of Directors, not to exceed two hundred dollars (\$200.00) for any one offense.