

# **RURAL NORTH VACAVILLE WATER DISTRICT COUNTY OF SOLANO, STATE OF CALIFORNIA**

## **BYLAWS**

Adopted by August 27, 1996, by Resolution No. 02-1996

Amended on December 11, 2007, by Agenda No. VI

Revised July 8, 2014, by Resolution No. 2014-24

Revised August 11, 2015 by Meeting Minutes

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WHEREAS this Board of Directors desires to establish rules and bylaws relating to qualifications of Directors, powers of the Board, meetings, officers and their duties and other matters.

**NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE RURAL NORTH VACAVILLE WATER DISTRICT (RNVWD) DOES HEREBY RESOLVE AS FOLLOWS:**

### **ARTICLE I DIRECTORS, TERMS OF OFFICE, QUALIFICATIONS, ETC.**

1. **Membership of Board.** The Board shall consist of five (5) Members, each of whom shall be a registered voter and resident of the Rural North Vacaville Water District.
2. **Term of Office.** The term of office of each elected Member of the Board shall be four (4) years.
3. **Replacement of Board Member.** The Board, by majority vote, may appoint a qualified replacement to fill the remaining term of a Board Member who resigns or is otherwise ineligible to continue as a Member of the Board.

### **ARTICLE II POWERS OF THE BOARD**

1. The Board of Directors may exercise all of the powers conferred upon it by the Community Services District Law, Title 6, Division 3, of the Government Code. The Board may adopt rules and regulations not inconsistent with the law as may be necessary for the exercise of the powers conferred and the performance of duties imposed upon the Board.
2. Pursuant to the procedures and requirements of Article XIID of the California Constitution, and applicable statutory law, the Board shall set the rates charged for District water.
3. Pursuant to the procedures and requirements of Article XIID of the California Constitution, and applicable statutory law, the Board shall have the authority to impose special assessments as may be necessary to cover unplanned or unanticipated contingencies.

4. Subject to state law, the Board shall have the authority to levy fines to ratepayers who violate District rules.
5. The Board of Directors shall have the authority to adopt rules and regulations for the conduct of the business affairs of the District and to amend such rules and regulations as long as the rules and regulations are not contrary to state or federal law or regulation or the bylaws of the District.

### **ARTICLE III MEETINGS OF BOARD OF DIRECTORS**

1. **Regular Meetings.** Regular meetings of the Rural North Vacaville Board of Directors will be monthly on the second Tuesday of each month at 4135 Cantelow Road, Vacaville, CA, Fire Protection District Fire Station 67 at 7:00pm
2. **Special Meetings.** Special meetings may be called at any time by the President or any two Directors. Whether the meetings are called by the President or by the Directors, notice thereof shall be made to each Board Member. Such notice shall be at least 48 hours prior to the special meeting and shall include the time, place and the business to be transacted.
3. **Meeting Agenda.** The President will prepare and post the meeting agenda at least 72 hours prior to each regular meeting and 24 hours prior to each special meeting. The agenda will be posted at the place of the meeting and any other public location as agreed to by the Board. Prior to the President posting the agenda any Director may add agenda items.
4. **Adjournment of meetings.** A Board meeting may be adjourned to continue at a future date by a majority vote of the Board Members. The purpose of the adjournment will be to continue and complete the present meeting. If the meeting is continued for more than 5 days, a new agenda will be prepared and posted.
5. **Quorum.** A majority of the Members of the Board of Directors shall constitute a quorum for the transaction of business. Unless otherwise required by law, a majority of a quorum may make decisions and transact business on behalf of the Board.
6. **Meetings to be Open to the Public.** All of the sessions of the Board of Directors, whether regular or special, shall be open to the public. Each Speaker shall be limited to 5 minutes.
7. **Executive Sessions.** The Board of Directors may hold executive sessions during a regular or special meeting to consider any matter permitted under the Ralph M. Brown Act.
8. **Meeting Procedure.** Meetings will be conducted using Rosenberg's Rules of Order (Copy attached hereto as Attachment No. 1)

## **ARTICLE IV OFFICERS**

1. **Number.** The officers of the District shall be a President, Vice-President, Secretary and such other officers as may be determined by the Board from time to time to perform such duties as may be designated by the Board.
2. **President.** The President: (a) shall preside at all meetings of the Rural North Vacaville Board of Directors, (b) will prepare and publish an agenda for each regular and special meeting of the Board and will post it as prescribed by law, (c) may sign any deeds, notes, bonds, contracts or other instruments authorized by the Board to be executed, (d) shall represent the Board in dealing with individuals, groups, or other agencies involved in or concerned with District affairs, under Board policy, and (e) shall perform in general all duties incident to the office of President and such duties as may be prescribed by the Board from time to time.
3. **Vice-President.** The Vice-President (a) shall be the vice-chairman of the Rural North Vacaville Water District, and (b) shall preside at all meetings of the Board in the absence of the President.
4. **Secretary.** The Secretary shall: (a) keep the minutes of the meetings of the Board meetings, (b) see that all notices are duly given in accordance with these bylaws or as required by law, (c) be custodian of the District records and, (d) perform in general all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the Board.
5. **Insurance.** The District shall procure and maintain insurance, including such insurance as is necessary to protect the Directors and employees of the District.
6. **Compensation.** The Board Members may receive compensation and be reimbursed for reasonable expenses incurred while representing the District, in accordance with a Reimbursement Policy adopted by resolution of the Board of Directors.

## **ARTICLE V ELECTION OF OFFICERS**

1. RNVWD Board of Directors shall elect Officers to take office on the first day of January of even numbered years to serve a term of two (2) years. A majority vote of Board Directors shall elect a President, Vice-President, and Secretary.
2. Officers of the Board of Directors may resign, be removed or replaced at any time by majority vote of the five Members of the Board.

## **ARTICLE VI**

The fiscal year for the RNVWD shall begin on July 1<sup>st</sup> and end June 30<sup>th</sup> of each year.

## **ARTICLE VII ANNUAL BUDGET**

The Board shall adopt and publish an annual budget setting forth the estimated cost for all activities and programs of the District.

### **ARTICLE VIII CONTRACTS**

1. No contract to purchase, sell, lease or convey, nor the conveyance of any real estate owned by the District nor contract to assign or the assignment of any leasehold Interest owned by the District shall be made unless authorized by the Board of Directors at a regular or special meeting.
2. The Board can contract with, or employ, individuals, firms, corporations or other such entities as necessary.

### **ARTICLE IX BYLAWS**

The Bylaws of the District may be amended, added to, or repealed by a majority vote of the Board of Directors at any meeting of the Board of Directors, providing notice of the proposed change or changes is given in the notice of the regular or special meeting.

### **ARTICLE X CONFLICTS OF INTEREST**

Directors and Officers of the District shall not have an interest in any contract made by the District and shall not be purchasers at any sale nor vendors of any purchase made by the District.

### **ARTICLE XI NEWSLETTERS**

The Board may publish, at its discretion, a newsletter to inform members of the District of items of interest.

### **ARTICLE XII TRAINING COMPLIANCE**

Each Board member shall attend within the first twelve months in office and remain current with the ethics compliance training requirement of AB 1234, the harassment prevention training requirement of AB 1825, and six hours of basic governance training.