

**RESOLUTION NO. 2019-20**

**CASITAS MUNICIPAL WATER DISTRICT**

**RESOLUTION FOR THE ADOPTION OF THE  
CASITAS MUNICIPAL WATER DISTRICT  
BYLAWS**

**BE IT RESOLVED** that the Casitas Municipal Water District Board of Directors does hereby approve and adopt the attached Bylaws, to become effective immediately. These Bylaws supersede all previously adopted Bylaws.


**PASSED AND ADOPTED** this 26<sup>th</sup> day of June, 2019, upon the following vote:

**AYES:** Word, Spandrio, Brennan, Baggerly, Kaiser

**NAYES:**

**ABSENT:**

**ABSTAIN:**

  
\_\_\_\_\_  
Peter Kaiser – Board President

**CERTIFICATION:**

I, Brian Brennan, Secretary of the Board of Directors of the Casitas Municipal Water District, do certify that the above is a true and accurate copy of Resolution No. 2019-20, adopted by the Board of Directors on this 26<sup>th</sup> day of June, 2019

  
\_\_\_\_\_  
Brian Brennan – Secretary

# CASITAS MUNICIPAL WATER DISTRICT



## BOARD OF DIRECTORS BYLAWS

(Originally Adopted: June 26, 2019)

(Revised: January 2021)



## Table of Contents

I	Name.....	1
II	Purpose.....	1
III	Mission and Objectives.....	1
IV	Territory.....	1
V	Place of Business.....	2
VI	Governing Board.....	2
	Powers.....	2
	Ethics Guidelines.....	2
	Number of Directors.....	5
	Director Divisions.....	5
	Selection of the Board.....	5
	Board Compensation.....	6
VII	Officers of the Board.....	7
	Titles and Functions.....	7
	Terms of Board Officers.....	7
	Board Officer Appointment Process.....	8
VIII	Meetings of the Board of Directors.....	8
	Time and Place.....	8
	Board Meeting Agenda.....	8
	Quorum.....	9
IX	Records of Proceedings.....	9
	Recordings.....	9
	Written Minutes of Board Meetings.....	9
	Official Signatures.....	9
X	Rules of Order.....	10
	Order of Business – Board Meetings.....	10
	Rules of Order for Board and Board Committee Meetings.....	10
	Public Hearings.....	11
	Closed Sessions.....	11
	Additions to the Agenda.....	11
	Board Agenda Formation.....	12
	Adjournment.....	12
	Temporary Board President.....	12
XI	Board Committees.....	12
	Board Committee Formation and Authority.....	12
	Standing Board Committees.....	13
	Representation on Other Boards, Committees and Agencies.....	13
	Brown Act Compliance.....	13

XII	Administration of District Business.....	13
	General Manager.....	13
	Legal Counsel.....	14
	Independent Auditor .....	14
	Conflict of Interest Code .....	14
	Fiscal Matters .....	14
XIII	Adoption and Amendment of Bylaws .....	16

# **BYLAWS**

## **CASITAS MUNICIPAL WATER DISTRICT**

### **ARTICLE I**                      **NAME**

The name of this organization is the CASITAS MUNICIPAL WATER DISTRICT (“District”). The District was formed in 1952 under Municipal Water District Law of 1911 (California Water Code §71010 et seq.). The original name for the District was the Ventura River Municipal Water District which was changed to its current name in 1971.

### **ARTICLE II**                      **PURPOSE**

The District is an independent special district established in accordance with and having the authority and powers defined in the State of California’s Water Code Section 71010 et seq. The District may acquire, control, distribute, store, spread, sink, treat, purify, recycle, recapture, and salvage any water, including sewage and storm waters, for the beneficial use or uses of the District, its inhabitants, or the owners of rights to waters in the District. (Water Code §71610(a); see also Ventura River, California Reclamation Project Act (Pub.L. No. 70-423 (March 1, 1956), 70 Stat. 32)) The District may also undertake water conservation programs to reduce water use, sell water under its control to cities, other public corporations and agencies, sell surplus water, and set rates for water sales. (Water Code §§ 71610.5, 71611, 71612, 71614 and 71616, respectively.) And in accordance with federal law, the District is authorized and directed to provide public outdoor recreation opportunities in Lake Casitas and the surrounding environment.

### **ARTICLE III**                      **MISSION AND OBJECTIVES**

The ongoing mission of the Casitas Municipal Water District is to provide its service area with safe and reliable locally and regionally developed water and recreational opportunities in an environmentally and economically responsible manner.

### **ARTICLE IV**                      **TERRITORY**

A map of the District and its boundaries is shown inside the front cover of this document.

## **ARTICLE V**

## **PLACE OF BUSINESS**

The District's administrative office is located at 1055 Ventura Avenue, Oak View, California 93022.

## **ARTICLE VI**

## **GOVERNING BOARD**

The Board of Directors is the governing and decision-making body of the District and exercises all District powers. (Water Code §§ 71270 and 71300) The Board receives its power from the California Constitution and State laws passed by the legislature, including the District's principal act, the Municipal Water District Act of 1911, Water Code §71010 et seq. State law takes precedence if a conflict occurs between State law these bylaws or any action by the Board.

Each Board member shall be administered the Oath of Office, which reads as follows:

*As an officer of Casitas Municipal Water District, I, [state name] do solemnly swear (or affirm) that I will support and defend the Constitution of the United States and the Constitution of the State of California against all enemies, foreign and domestic; that I will bear true faith and allegiance to the Constitution of the United States and the Constitution of the State of California; that I take this obligation freely, without any mental reservation or purpose of evasion; and that I will well and faithfully discharge the duties upon which I am about to enter.*

### **Section 1. Powers**

The powers of the District are set forth in Water Code §71300 et seq., and as they may be amended by the State Legislature from time to time.

### **Section 2. Ethics Guidelines**

#### **2.1 Act in the Public Interest**

Directors must recognize that stewardship of the public interest must be their primary concern. Directors will work for the common good of the people of the District and not for any private or personal interest, and they will assure fair and equal treatment of all persons, claims and transactions coming before the Board.

#### **2.2 Comply with the Law**

Directors shall comply with all applicable federal, state and local laws and regulations in the performance of their public duties.

These laws include, but are not limited to: the United States and California Constitutions; California Political Reform Act of 1974 (Gov. Code §§87100-87500) and corresponding Fair Political Practices Commission regulations (title 2 Calif. Code of Regs., §18701 et seq.); laws pertaining to conflicts of interest, election campaigns, financial disclosures, employer responsibilities, Brown Act Open Meetings Law (Gov. Code §54950 et seq.), and Public Records Act (Gov. Code §6250 et seq.).

### **2.3 Conduct of Directors**

The professional and personal conduct of Directors must be above reproach and avoid even the appearance of impropriety. Directors shall refrain from abusive conduct, personal charges or verbal attacks upon the character or motives of other Directors, the staff or public.

#### **A. Duty of Care**

A Board director must pay attention to organization matters and participate fully in board review and decision-making. He or she must exercise the care that an ordinarily prudent person would exercise in a like position and under similar circumstances.

#### **B. Duty of Loyalty**

A Board director must put the needs of the organization ahead of any personal interest when making decisions affecting the organization and may not use information obtained as a director for personal gain. A director must always maintain confidentiality regarding the agency's operations.

#### **C. Duty of Obedience**

A Board director must be faithful to the organization's mission and may not act in a manner that is inconsistent with this mission. This requirement is based on the public trust afforded to governmental entities, and the assumption that the agency will manage constituent funds in fulfillment of the agency's statutory purpose.

#### **D. Fiduciary Duty**

A Board director has a fiduciary (i.e., one who must exercise a high standard of care in managing another's money or property (Black's Law Dictionary, 10th ed., p. 743)) duty to the organization and is responsible for assuring the agency's fiscal health.

### **2.4 Respect for Process**

Directors shall perform their duties in accordance with the processes and rules of order established in these Bylaws.



## **2.5 Conduct at Public Meetings**

Directors shall be prepared to attend and participate at Board meetings and Board committee meetings; listen courteously and attentively to all public discussions before the body; and focus on the business at hand. They shall refrain from interrupting other speakers; making personal comments not germane to the business of the body; or otherwise interfering with the orderly conduct of meetings.

## **2.6 Decisions Based on Merit**

Directors shall base their decisions on the merits and substance of the matter at hand, rather than on unrelated considerations.

## **2.7 Communication**

Directors shall publicly share substantive information that is relevant to a matter under consideration by the Board, which they may have received, *ex parte*, from sources outside of the public decision-making or public hearing process.

## **2.8 Conflict of Interest**

In order to assure their independence and impartiality on behalf of the common good, Directors shall not use their official positions to influence government decisions in which they have a material financial interest.

In accordance with governing law, Directors shall disclose investments, interests in real property, sources of income, and gifts; and they shall abstain from participating in deliberations and decision-making where conflicts may exist pursuant to Federal and State laws.

## **2.9 Gifts and Favors**

Directors shall not take any special advantage of services or opportunities for personal gain, by virtue of their public office, that are not available to the public in general. They shall refrain from accepting any gifts, favors or promises of future benefits which might compromise their independence of judgment or action or give the appearance of being compromised.

## **2.10 Confidential Information**

Directors shall respect the confidentiality of information concerning the property, personnel or affairs of the District. Directors shall not disclose confidential information unless required to fulfill their fiduciary duty nor shall disclose confidential information to advance their personal, financial or other private interest.

## **2.11 Representation of Private Interests**

In keeping with their role as stewards of the public interest, Directors shall not appear on behalf of the private interests of third parties before the Board.

## **2.12 Advocacy**

Directors shall represent the official policies of the District to the best of their ability when designated as representatives or delegates for this purpose. When presenting their individual opinions and positions, Directors shall explicitly state they do not represent the District or the District Board, nor will they allow the inference that they do.

## **2.13 Policy Role of Directors**

Directors have as their primary role -- policy setting and policy review. Directors shall not interfere with the administrative functions of the District or the professional duties of District staff; nor shall they impair the ability of staff to implement Board policy decisions.

## **2.14 Positive Workplace Environment**

Directors shall support the maintenance of a positive and constructive workplace environment for District employees and for citizens and businesses dealing with the District. Directors shall recognize their special role in dealings with District employees and shall not provide direct or indirect direction to staff other than the General Manager.

## **2.15 Rules of Conduct, Board Resolution No. 06-13**

By this reference, the Directors incorporate those provisions in the Rules of Conduct (Board Resolution No. 06-13, 04/26/2006) which may be amended from time to time into Bylaws Article VI, Section 2. In the event of any conflict between the Rules of Conduct and the Bylaws, the governing applicable laws of the State of California shall be determinative.

## **Section 3. Number of Directors**

Pursuant to Section 71250 of the Water Code, the number of members of the board of directors is five (5), each representing one of five districts within the District.

## **Section 4. Director Divisions**

The Casitas Municipal Water District is governed by an elected five-member Board of Directors and each of the District's five directors represent a division within the District boundaries. The divisions are broadly described in the District map above.

## **Section 5. Selection of the Board**

### **5.1 Election**

Board member elections are held in November of even numbered years. Board members serve four-year terms that are staggered so that every two years elections are held for either Divisions 2, 3, and 5 or Divisions 1 and 4. Each Board member must be a resident of the division that he or she represents. The detail of each division boundary for each Board Member can be accessed through the map links that are posted on the District's website (<https://www.casitaswater.org>). Additional information for candidates interested in serving on the Casitas Board of Directors is available on the County of Ventura Elections Website. (<https://recorder.countyofventura.org/elections/>) Each member of the Board is elected, in a general election, in their designated division within the District, pursuant to Elections Code Section 10500 et seq. with the exception of the situation set forth in Section 5.5 below.

### **5.2 Election Year**

Elections are held in even-numbered years in November and are consolidated with the County of Ventura's general election; the new terms, following election, begin as determined and provided for in Section 10554 of the Elections Code.

Election in three divisions within the District are held in one even-numbered year, and the other 2 divisions are held in the following even-numbered year, *which shall be evenly divisible by two*. The divisions are grouped as follows:

Group 1:	Divisions 1, 4
Group 2:	Divisions 2,3, 5

### **5.3 Residence Requirements**

Each member of the Board is required to maintain their primary personal residence within the division from which they are elected in order to retain their eligibility to represent that division. (Water Code §71250)

### **5.4 Term of Office**

The term of office of each member of the board is four years. (Water Code §71252) A member's term can be terminated by his/her resignation from office, or termination of residence within the District.

### **5.5 Vacancies**

Vacancies on the District Board of Directors shall be filled for the unexpired term pursuant to the terms and conditions of Government

Code Section 1780 et seq. by a qualified person who shall be a resident of, and otherwise qualified to be a director from, the division in which the vacancy occurred.

**Section 6. Board Compensation**

**6.1 Compensation**

Directors shall receive compensation (i.e., per diem) in an amount not to exceed a total of ten (10) days in any calendar month. Specific terms and conditions for Director compensation are set forth in Section 12 of the Rules of Conduct (Board Resolution No. 06-13, 04/26/2006) which may be amended from time to time.

**6.2 Payment**

Payment for Board and Committee attendance or other District related travel by a Director shall be governed by Section 12 of the Rules of Conduct (Board Resolution No. 06-13, 04/26/2006) which may be amended from time to time.

**ARTICLE VII OFFICERS OF THE BOARD**

**Section 1. Titles and Functions**

The officers of the Board of Directors shall consist of the following:

**1.1 President**

The President shall preside at all meetings of the Board of Directors, have general supervision of the affairs of the Board of Directors, represent the Board of Directors in any actions taken by the Board, establish, in consultation with the District General Manager, the Board meeting agenda, and perform such duties as the Bylaws may prescribe. (Water Code §71360)

**1.2 Vice President**

The Vice President shall assist the President in performance of his/her duties and act in his/her stead when required.

**1.3 Secretary**

The Secretary shall countersign with the President, on all contracts, deeds, warrants, releases, receipts, and documents, except as the Board may, by resolution, authorize the District General Manager or other District employees specified by the Board to sign such documents.

#### **1.4 Assistant Secretary**

The Assistant Secretary shall assist the Secretary in the performance of his/her duties and act in his/her stead when required.

### **Section 2. Terms of Board Officers**

#### **2.1 Length of Term**

The terms of all officers shall be from the date of their election or appointment by the Board of Directors, for the following 24-month period when elections are held again. Any member can be reelected to continue in the same office. (Revised by Resolution 01/2021)

#### **2.2 Vacancies & Other Contingencies**

If the President fails to complete his/her term or for whatever reason is incapable of completing his/her term, the Vice President shall act in his/her stead and a new Vice President shall be elected for the remainder of the term.

If the Secretary fails to complete his/her term or for whatever reason is incapable of completing his/her term, the Assistant Secretary shall act in his/her stead and a new Assistant Secretary shall be elected for the remainder of the term.

### **Section 3. Board Officer Appointment Process (Revised by Resolution 01/2021)**

#### **3.1 Board President and Vice President Election Process**

At its first meeting in the month of January of each odd-numbered year, the board shall elect one of its members President and one of its members Vice President.

#### **3.2 Other Board Officer Appointment Process**

At its first meeting in the month of January of each odd-numbered year, Board Officers, other than President and Vice President, shall be appointed on a rotational basis with the Assistant Secretary succeeding the Secretary, the At-Large Member succeeding the Assistant Secretary, and the Secretary becoming the At-Large Member.

## **ARTICLE VIII      MEETINGS OF THE BOARD OF DIRECTORS**

### **Section 1. Time and Place**

The time and place of the regular meetings of the Board shall be set by Board Resolution. All meetings shall be conducted in compliance with the Brown Act Open Meetings Law (Gov. Code Section 54950 et seq.). Board

Meetings are held in the Board Room of the Casitas main office, located at 1055 North Ventura Avenue, Oak View, California. Occasionally, regular Board meeting dates are changed to accommodate other commitments and Special Meetings may be called from time to time to facilitate the business of the District. (Revised by Resolution 01/2021)

## **Section 2. Board Meeting Agenda**

**2.1** The Clerk of the Board is responsible for posting a copy of each Board meeting agenda at the District Administration Office, on the outside posting board, for regular meetings at least 72 hours prior to the meeting time as required by Section 54954.2 of the California Government Code, and for other meetings as required by the Brown Act.

**2.2** The Clerk of the Board shall comply with all applicable Brown Act requirements for preparing and posting the Board Meeting Agenda. Gov. Code Sections 54954, 54954.2, and 54954.5.

**2.3** The Clerk of the Board shall timely mail or email a copy of each Board meeting agenda to those people, agencies, organizations, etc. who have requested to be placed on the current recipient list for such notices, and the local news media.

**2.4** The General Manager shall prepare or direct the preparation of a written staff report or Board letter/memorandum on all agenda items that will explain the agenda item, indicate the fiscal impact, if any, of the agenda item, and clearly indicate a recommended action to be taken by the Board.

**2.5** The Board President may change the sequence of items on the Board agenda.

**2.6** In accordance with Government Code §54954.2(a)(3), any Board Member may request an item be placed on a future Board Meeting agenda for discussion or action. The Board President, in cooperation with the District General Manager, shall determine when and how such a request for an item to be placed on a Board Meeting agenda will be accomplished. Emergency items can only be added pursuant to the provisions set forth in Government Code §54954.2.

## **Section 3. Quorum**

A majority of the current Board membership shall constitute a quorum. A majority of the Board members voting shall be required to approve, disapprove or otherwise act on any proposal, except matters requiring action by a specific number or percentage of the full Board as required by statute. A tie vote shall constitute a denial.

## **ARTICLE IX            RECORD OF PROCEEDINGS**

### **Section 1.        Recordings**

All Board of Directors' meetings shall be either audio or video-recorded and these records shall be retained for a period of four years and then destroyed.

### **Section 2.        Written Minutes of Board Meetings**

The Clerk of the Board shall prepare for approval by the Board of Directors action minutes recording all resolutions, ordinances, actions, and determinations of the Board. Minutes shall contain mainly a record of what was done at the meeting, not what was said by the Board members, staff or public. Robert's Rules of Order (11<sup>th</sup> Ed.), §48.

### **Section 3.        Official Signatures**

All papers involving official acts of the Board shall be signed in accordance with appropriate legislation relating to such acts. In the absence of specific regulations, the signature of the President or Secretary attested by the Clerk of the Board shall be deemed sufficient.

## **ARTICLE X RULES OF ORDER**

### **Section 1.        Order of Business – Board Meetings**

The Board President, or acting President, may make changes in the order of the agenda unless a two-thirds vote of the members in attendance defeats the decision of the Chairperson. The preferred order of business shall generally be as follows:

- (1)      Call to order
- (2)      Roll Call
- (3)      Pledge of Allegiance
- (4)      Agenda Review
- (5)      Public Comment
- (6)      Consent Agenda
- (7)      Regular Agenda
- (8)      Public Hearings
- (9)      Board Member Comments
- (10)    Closed Sessions
- (11)    Adjournment

### **Section 2.        Rules of Order for Board and Board Committee Meetings**

**2.1** To the fullest extent practicable, the Board of Directors shall follow the latest edition of *Robert's Rules of Order Newly Revised* in the conduct of all Board and Board Committee business. If a conflict should arise between these Bylaws and *Robert's Rules of Order Newly Revised*, the latter shall take precedence over the former.

**2.2** To obtain the floor, a Director, staff member or public attendee must be directly recognized by the Chairperson.

**2.3** The Director making a motion shall clearly state the action or actions desired.

**2.4** A motion may be amended, prior to the vote, if the first & second on that motion agree to the amendment.

**2.5** A Motion to Reconsider Made at the Same Meeting. A Board member who voted with the prevailing side on a question previously considered by the Board, may, prior to the adjournment of the meeting where such question was considered, move that the Board reconsider the vote on that question. Any member may second the motion to reconsider. If a majority of the Board votes in favor of the motion to reconsider, the question will be reheard before the Board. A motion to reconsider made at the same meeting has precedence over every main motion, and may be taken up at any time during the meeting if there is no other motion on the floor. Upon adoption, a motion for reconsideration cancels the previous vote on the question as though the previous vote had never taken place.

**2.6** A Motion to Reconsider Made at a Subsequent Meeting. If, after the adjournment of a meeting where a question was previously considered, a Board member who voted with the prevailing side on that question requests reconsideration of the question, a motion for reconsideration will be placed on the agenda of the Board's next scheduled meeting. At that next scheduled meeting, any member may second the motion to reconsider. If a majority of the Board votes in favor of the motion to reconsider, the question will be reheard before the Board. Upon adoption, a motion for reconsideration cancels the previous vote on the question as though the previous vote had never taken place.

**2.7** Agenda items which shall require a roll call vote are:

- a) Contracts or any action involving the expenditure of over \$15,000 of District funds;
- b) Board Resolutions;
- c) Quasi-legislative matters; and
- d) Quasi-adjudicatory matters.

**2.8** All other Board votes on other Board Meeting Agenda items may be conducted by voice vote, (i.e., signifying affirmative or negative). The Clerk of the Board shall publicly report any action taken in the minutes and the vote or abstention on that action of each member present.

### **Section 3. Public Hearings**

Public Hearings will be conducted as follows:

1. Open public hearing
2. Receive staff report and recommendations



3. Report of written communications by Clerk of the Board
4. Public comment
5. Close public hearing
6. Discussion by Board of Directors

Further input by the public after the close of the public hearing shall be at the discretion of the Board President.

**Section 4. Closed Sessions**

Closed sessions of the District Board shall comply with all applicable provisions for closed sessions in Section 54950, et seq. of the California Government Code.

**Section 5. Additions to the Agenda**

Items may be added to the Board agenda at the beginning of a regular meeting only when the item to be added meets the requirements in Government Code Section 54954.2, subdivision (b).

**Section 6. Board Agenda Formation**

**6.1** Formation, review and finalization of the Board Agenda for each regular or special Board meeting shall be the joint responsibility of the Board President, General Manager, Clerk of the Board and Legal Counsel.

**6.2** Each Board member, subject to the provisions in this section and Government Code §54954.2, may ask that a matter be placed on a future Board meeting agenda so long as that matter is within the jurisdiction of the District.

**6.3** When a Board member requests that a certain matter be placed on a future Board meeting agenda in accordance with subsection 6.2 above, its actual placement on a future Board meeting agenda shall depend upon several factors including, but not limited to: existing Board priorities, agenda items already in progress for placement on the Board meeting agenda, work load of affected District staff responsible for preparing a Board letter or memorandum on the subject as determined by the General Manager, and District Board consensus to place the matter on a future agenda.

**Section 7. Adjournment**

The Board may adjourn any regular, adjourned regular, special, or adjourned special meeting to a time and place specified in the order of adjournment, pursuant to Government Code Section 54955.

**Section 8. Temporary Board President**

In the absence of the President and the Vice President and 15 minutes after the noticed time of any meeting of the Board, the Clerk of the board

shall convene the meeting and the Board shall elect a temporary President to conduct such meeting. Upon arrival of the President or Vice President the higher ranking regular officer shall become the presiding officer and conduct such meeting.

## **ARTICLE XI            BOARD COMMITTEES**

### **Section 1.        Board Committee Formation and Authority**

Annually, following the election of Board officers, the Board will renew the Standing Committees deemed appropriate for the Board's needs. Board Standing Committee assignments will be made on a seniority basis with the Director with the most total years served on the Board selecting his/her Committee assignment first and then proceeding to the next Director until each Committee is filled. All Board Committee actions are advisory and non-binding on the District unless otherwise provided for.

### **Section 2.        Standing Board Committees**

2.1 Board Standing Committees for the District are as follows (Revised by Resolution 01/2021):

Finance  
Recreation  
Conservation Penalty Appeals Panel

2.2 Board Committees shall consist of no more than 2 Board members, with the exception of the Conservation Appeals Panel which shall have 3 Board members as established by Board Resolution. At the first meeting of each standing committee, the committee will select one member to act as Committee Chairperson. (Revised by Resolution 01/2021)

2.3 Standing Committee meeting schedules, other than that of the Conservation Penalty Appeals Panel, will be determined after committee assignments upon mutual agreement of the committee members. The Conservation Penalty Appeals Panel shall meet once per fiscal year quarter in March, June, September, and December. (Revised by Resolution 01/2021)

### **Section 3.        Representation on Other Boards, Committees and Agencies**

The Board President shall appoint individual Directors to serve as the Board's representative to boards, committees and agencies outside the District. The Board President may appoint himself/herself to serve in any of these positions.

**Section 4. Brown Act Compliance**

All Board Committee meetings are open to the public and shall comply with the Brown Act Open Meetings Law (Gov. Code §54950 et seq.).

**ARTICLE XII ADMINISTRATION OF DISTRICT BUSINESS**

**Section 1. General Manager**

The Board of Directors shall appoint a General Manager to implement the policies and programs approved by the Board of Directors. The General Manager so selected shall meet such minimum qualifications as are established by the Board of Directors. The General Manager shall be an “at will” employee and shall serve at the pleasure of the Board.

**Section 2. Legal Counsel**

The Board of Directors shall retain legal counsel to ensure all business of the District is conducted and all District Board actions taken conform to all applicable federal, state and local laws and regulations.

**Section 3. Independent Auditor**

Pursuant to Government Code Section 26909, the Board shall obtain the services of an independent certified public accountant to annually audit the financial books and records of the District. Such auditor shall annually present a written report of the District’s financial position to the Board of Directors along with a management letter containing any observations or comments deemed pertinent.

**Section 4. Conflict of Interest Code**

All Board Members and covered employees are subject to the District’s conflict of interest code and shall file periodic statements as required by the Political Reform Act of 1974 (Gov. Code §81000 et seq.) and Fair Political Practices Commission regulations (2 Calif. Code of Regs., §18000 et seq.).

**Section 5. Fiscal Matters**

Consistent with the provisions of applicable laws of the State of California, and the operational needs of the District, the General Manager or his/her designee shall be authorized and responsible for the fiscal concerns of the District as follows:

**5.1** Fiscal Year begins July 1<sup>st</sup> and ends June 30<sup>th</sup>.

**5.2 Budget**

Prepare, for adoption by the Board of Directors prior to July 1 of each year, a budget showing anticipated revenues and expenses for personnel, services, supplies, equipment and related expenses to perform the purposes and goals of the District. The Board-approved annual fiscal year budget shall authorize the General Manager and his/her staff to collect and expend funds for purposes identified in the adopted budget, as it may be amended by the Board of Directors from time to time. The General Manager shall control expenditures to be within the specific categories and purposes in the adopted or amended budget and within the available funds on hand and revenues received.

### **5.3 Finance Management**

As authorized in the District Board, the General Manager will direct the collection and disbursement of all monies into and out of the District treasury. The General Manager is authorized to make investments and open and close bank accounts as necessary to conduct the business of the District and in accordance with the District Board's current Investment Policy.

### **5.4 Purchasing Authority**

The General Manager has the authority to procure labor, supplies, services and equipment as necessary in accordance with policies established by the Board of Directors.

### **5.5 Annual Audits**

The General Manager shall, every five (5) years, periodically arranging for proposals from a group of independent auditors from which the Board of Directors shall select the firm to conduct the annual audit of the District's financial records.

The General Manager shall arrange for entrance and exit interviews with the independent auditor as directed by the Board.

The General Manager is responsible for annually submitting financial reports to the State Controller's office (State Controller's Report) in accordance with Government Code §53891.

The independent auditor is to be instructed to supply the Board of Directors with all correspondence, related to the audit, simultaneously submitting copies of such correspondence to the General Manager and Staff.

### **5.6 Statement of Investment Policy**

The General Manager is responsible to present to the Board, for review and approval, an annual Statement of Investment Policy in accordance with Government Code §53646.

### **5.7 Reimbursement Disclosure**

The General Manager is responsible for a report being published, at least annually, to disclose any reimbursement paid by the District of at least one hundred dollars (\$100) for each individual charge for services or product received, in accordance with Government Code §53065.5.

### **5.8 Ordinance Prescribing A System of Business Administration**

By this reference, Directors hereby incorporate the terms and conditions of District Ordinance #12-01, An Ordinance Prescribing A System of Business Administration (09/26/2012), and as may be amended from time to time, which governs accounting, auditing and disbursement of monies by the District. If there is any conflict between the Ordinance Prescribing A System of Business Administration and these Bylaws, these Bylaws shall prevail and take precedence.

## **ARTICLE XIII            ADOPTION AND AMENDMENT OF BYLAWS**

These bylaws are adopted by resolution and become effective on **June 26, 2019**. Proposed amendments shall be presented in writing at a regular meeting of the Board of directors and may be adopted at the next regular meeting, provided at least 14 days have elapsed since the first meeting. Amendments shall be approved by resolution of the Board. Changes to the District's boundary map due to annexations or detachments, and changes to the sections of laws referenced, and any changes to these bylaws by reason of a change in the District's principal act or other State law affecting the District, shall be automatically incorporated as part of this document without the need for specific amendment following such changes.