

# **CANEBRAKE COUNTY WATER DISTRICT BY-LAWS**

REVISED JANUARY 8,2019

## ARTICLE I

The name of the organization shall be the Canebrake County Water District, A county water district certified by the county of San Diego and the State of California under applicable laws.

## ARTICLE II

The purpose of the District shall be to provide potable water to property owners within the boundaries of the Canebrake County Water District as approved by the San Diego Local Formation Commission of San Diego County, August 16, 1965, pursuant to the rules and regulation of the Water Code of the State of California.

## ARTICLE III

SECTION 1. The Board of Directors shall consist of five (5) Directors elected by the registered voters in the District pursuant to the Water Code of the State of California.

SECTION 2. Pursuant to California Water Code Section 30513 and notwithstanding any other provision of the California Water Code to the contrary, each member of the Board of Directors of the Canebrake County Water District, whether elected or appointed, shall be either a registered voter of the District or an owner of land within the District.

SECTION 3. Each Director elected shall serve a period of four (4) years. The beginning and ending terms of office for the directors shall be staggered by two (2) years.

SECTION 4. Election of members of the Board of Directors of the District shall be governed by the provisions of the Uniform District Election Law, part 3 (commencing at Section 23500) of Division 12 of the Elections code.

SECTION 5. Should a vacancy occur on the Board during any member's term of office, such vacancy shall be filled by the Board's appointment of a qualified Director to serve out the unexpired term of the vacation member. Such appointment shall be made by a majority vote of the remaining Directors on the Board, even if those remaining Directors do not constitute a quorum.

SECTION 6. In the event there are not sufficient candidates at the regular election for offices to be filled, such office may be filled by appointment of the Board of Supervisors of San Diego County.

SECTION 7. Directors may receive compensation for each regular or special meeting attended and may be paid for their out of pocket expenses incurred on the Districts behalf.

#### ARTICLE IV

SECTION 1. Regular meeting of the Board of Directors shall be held in Canebrake Canyon at 6:30 P.M. on the second Friday of the month at a place designated and publicized prior to each meeting for the months of January, March, May, June, September and November, and additional meetings as determined to be necessary by the Board of Directors.

SECTION 2. If a Director of the Board shall miss two (2) consecutive regular meetings of the Board without notification to the Secretary or any member of the Board to excuse his or her absence, said Director shall be immediately dismissed from the Board of Directors and a new member appointed as provided herein.

SECTION 3. Should the second Friday of the month fall on a legal holiday, the meeting shall be held on the following Friday.

SECTION 4. Except as provided in Article III, Section 5, a quorum shall be required to be present to transact any business at a regular meeting or special

meeting of the Board of Directors. A quorum shall consist of three (3) Directors.

SECTION 5. Should a quorum not be present at any meeting of the Board, such meeting may be declared adjourned by the Secretary or ranking Officer present to a time and place designated by the Officer or Secretary, notice of which shall be given each Director and posted outside the Canebrake Community Center 24 hours prior to such meeting.

SECTION 6. A special meeting of the Board may be called for discussion of and action on a specific subject. Notice of said meeting shall be posted outside the Canebrake Community Center at least 24 hours prior to such meeting.

SECTION 7. A special meeting or emergency meeting may be called by a majority of the Board or upon petition of any five (5) property owners within the District.

SECTION 8. The Board may go into executive session to discuss any personnel matter including, but not limited to, the hiring or firing of any employee of the District, employee compensation, the performance of any employee of the District, the consideration of any accusation against any Director or employee of the District, and to meet with the District's counsel.

SECTION 9. Except as provided in Article III, Section 5, no action, resolution or motion may be approved by less than a majority vote of the Board.

SECTION 10. There shall be no proxies.

SECTION 11. All meetings shall be open to the public except for executive sessions as provided in ARTICLE IV, Section 8. Any member of the public shall have the right to address the Board of Directors regarding any agenda item. If a member of the public is unable to attend any meeting but wishes his or her views on an agenda item be known, he or she may submit comments in writing to the Board of Directors not less than twenty-four (24) hours prior to the meeting.

## ARTICLE V

SECTION 1. Officers of the District shall consist of a President, Vice President and Chief Financial Officer.

SECTION 2. At the regular January meeting of the Board of Directors, a President, Vice President and Chief Financial Officer shall be elected to serve for a term of one year.

SECTION 3. The duties of the President shall be to preside at all meetings and represent the Water District in all related situations.

SECTION 4. The duties of the Vice President shall be to preside in the absence of the President.

SECTION 5. The duties of the Chief Financial Officer shall include the co-signing of the District's checks and such other duties as may be determined by the Board of Directors.

SECTION 6. The Directors may also appoint a Director of Equipment Operations, a Director of Water Operations and a Director of Building Maintenance and Improvement, with duties as determined from time to time by the Board of Directors.

#### ARTICLE VI

SECTION 1. Funds of the District shall be deposited in a bank selected by the Directors of the District.

SECTION 2. Any two of the three signatures of President, Vice President or Chief Financial Officer may make withdrawals of funds after approval by the Board.

SECTION 3. The fiscal year end of the District shall be June 30. A five-year audit plan, as approved by the S.D. County Board of Supervisors on June 27, 2017, shall be undertaken by a certified public accountant appointed or hired by the Board of Directors for that purpose. Based on this plan, the next fiscal Audit required will be June 30, 2021, and every 5 years thereafter.

#### ARTICLE VII

SECTION 1. The Board shall appoint or employ a secretary to take the minutes of all meetings, do all correspondence for the District, and maintain necessary records.

SECTION 2. The Board may appoint or employ a General Manager to act under the direction of the Board of Directors.

SECTION 3. The Board may at its discretion hire or appoint any employee it deems necessary for the good of the District.

SECTION 4. The Board may request at its discretion a Liaison officer from the Canebrake Improvement Association or any other organization to be in attendance at meetings of the Board.

#### ARTICLE VIII

SECTION 1. The Board may appoint committees such as property, finance, engineering and any other committee they deem necessary.

SECTION 2. A Member of the Board shall be appointed as Chairman of any committee and may select not more than one other Director of the District to serve on this committee.

SECTION 3. Committees may be comprised of as many members as the Chairman may deem necessary within reason.

#### ARTICLE IX

The By-Laws may be amended by a two thirds (2/3) vote of the Directors and approval of the Board of Supervisors.

#### ARTICLE X

All articles and sections contained herein shall be subject to the Ralph M. Brown Act, California Codes, San Diego County Ordinances and Federal Law.