

# **WESTLAND Irrigation District**

## **WESTLAND IRRIGATION DISTRICT BY-LAWS**

### **STATEMENT OF OBJECTIVES**

The District exists primarily to deliver irrigation water to the District patrons in a timely and efficient manner, at a reasonable cost, and in a manner that is consistent with good management practices. It is therefore resolved that the objectives of the District are:

- A. To promote the wise and efficient use of all available water.
- B. To deliver each water user its full share of the yearly available water supply.
- C. To strive continually to deliver a higher percentage of the water to water users through progressive management.
- D. To attract and retain capable employees and compensate them in accordance with their responsibilities and abilities, and provide an opportunity for advancement as they demonstrate their capabilities.
- E. To promote sound and progressive management practices and be continually alert to technical advances that can be adopted to improve operating efficiency.
- F. To provide a sound fiscal policy which will return sufficient revenue to provide the services required, and to determine the source of such revenue. Sufficient reserves shall be maintained to care for reasonable contingencies and emergencies.
- G. To continue a construction program for the improvement of the distribution system.
- H. To establish an operation and maintenance program designed to protect the system from weather, weeds, and waste.

### **FUNCTIONS OF THE BOARD OF DIRECTORS**

- A. The Board is responsible to the water users for the conduct of affairs of the District, and with this responsibility in mind it will be the Board's function to organize an operating entity to carry out the objectives of the District.
- B. The Board shall ensure that its own actions and the actions of the District Manager conform to:
  - 1. All relevant Federal, State, and local statutes and ordinances.
  - 2. Any contracts and obligations the District has with the U.S. Bureau of Reclamation.
  - 3. District By-Laws and Policies.
- C. The Board shall hold regular meetings.

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1. Except as provided in ORS 545.181(2), on the first Tuesday in January next following its election, the Board shall meet and organize as a Board.
  2. The time of subsequent monthly meetings will be determined at the organizational meeting.
  3. Special Board meetings may be called at any time by the Chairman subject to limitations specified in ORS 545.185.
  4. A general meeting of all water users may be held as deemed necessary.
  5. The Board shall hold a meeting to prepare an annual budget.
- D. The Board shall have the sole power and authority to execute legal contracts and agreements binding the District.
- E. The Board will be responsible to see that accurate minutes of the Board meetings are prepared and maintained. Finished drafts of minutes will be presented at a succeeding regular meeting and when approved, will be signed by the Chairman and the Secretary.
- F. At least 60 days prior to the election date, the Board shall notify the District patrons of election procedures outlined in ORS 545.137 and names of Directors whose terms of office are due to expire. This will be accomplished by causing the information to be published in a newspaper of general circulation within the boundaries of the District for which the candidate would be elected, or posted in three public places within the District.
- G. The Board shall provide operating requirements with respect to:
1. Making clear-cut policies for the guidance of management. With the Manager's assistance, the Board shall establish policies, rules and regulations for project operation and make revisions from time to time as needed.
  2. Selection and employment of a competent manager.
    - a. The Manager will be delegated specific responsibilities with adequate authority to carry them out.
    - b. A Director shall not exercise the authority delegated to the Manager.
  3. Meeting financial obligations and purchasing facilities and equipment necessary to carry out the objectives of the District by:
    - a. Making adequate assessments for contractual indebtedness, operation and maintenance, drainage, and special costs.
    - b. Appointing staff who is responsible to the Board for the integrity of

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- its funds and for the investment of its reserve funds.
- c. Approving all expenditures.
  - d. Employing a qualified Auditor to make an independent audit of the District's books each year in accordance with the State Law.
4. Establishing effective controls for appraising District operations. The Board will:
- a. Require periodic reports from the Manager to reflect how operations are progressing and to determine where changes in procedures are needed.
  - b. Review monthly financial statements to determine progress of collections and expenditures in relation to the Budget.
  - c. Participate in periodic examination of storage and distribution facilities to determine the adequacy of maintenance standards and operating procedures.
  - d. Participate in area wide field tours and conferences in search of technical advances and improvements in operating and maintenance procedures.
- H. ORS 545.221(1) empowers the Board to "[e]stablish equitable bylaws, rules and regulations for the administration of the district and for the distribution and use of water among the landowners." Prior to any action by the Board to amend these bylaws, the Board shall consider any proposed amendments at a regular meeting of the Board and allow members the opportunity to comment on the proposed amendments at said regular meeting. Any action by the Board as to whether to adopt the proposed amendments may only occur at a subsequent regular meeting of the Board.

## QUALIFICATIONS OF DIRECTOR

- A. Each Director shall:
- 1. Meet requirements of ORS 545.043 and 545.207, and be a resident water user in the District.
  - 2. Be interested in giving public service.

## BOARD OF DIRECTOR CODE OF ETHICS

- A. In accordance with the provision of ORS 545.043, section 2, each Director upon his or her election will take the official oath of office in which he or she swears to uphold the Constitution of the United States of America and the Laws of Oregon.
- B. Each Director will make an honest effort to attend every regular and special meeting called by the Chairman.

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1. Any action taken in a legally called meeting of the Board does not relieve an absentee Board member from any responsibility of this action.
  2. Directors who consistently miss meetings should resign and allow appointment of a more interested person.
- C. As specified in ORS 545.365, no Director shall in any manner be interested in any contract awarded or to be awarded by the Board or in the profits to be derived therefrom. This also applies to the disposition of District owned property.
- D. In consideration of matters that come before the Board, each Director will at all times give primary importance to the overall good of the District rather than a purely personal point of view.
- E. Each Director is reminded that his only authority in District affairs exists in duly called Board meetings.
- F. No Director will use his or her membership on the Board as a lever to obtain special privileges from District employees.
- G. Whenever a Director hears or sees a condition or situation detrimental to the interests of the District, he or she will act in accordance with the District's Complaint Procedure.
- H. An individual Board member may disagree with a policy or action adopted by majority vote of the Board but he or she should support such policy or action as being the considered judgement of the entire Board.

## **BOARD OF DIRECTORS FEES**

- A. Each Director will receive \$30.00 per day for services in attending meetings and while engaged on other official business of the District pursuant to order of the Board, plus all meals, lodging, and travel expenses that are incurred.

## **ORGANIZATION; DELEGATIONS FROM BOARD**

- A. The Manager
1. The Board shall employ a manager of the District who shall direct and oversee the day-to-day operation of the District and who shall serve at the pleasure of the Board.
  2. The Manager shall perform such duties and have such powers and authority as shall be provided in these By-laws and as shall be prescribed from time to time by the Board.
  3. Except as provided in these By-laws, or otherwise by the Board, the Manager shall supervise the business and affairs of the District and all employees of the District.
  4. The Manager is delegated and shall assume the responsibility for the general

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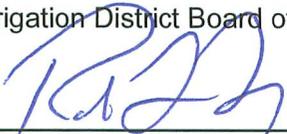
direction of the District as approved by the Board.

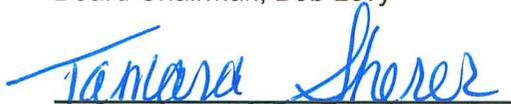
5. The Manager shall adhere to established District policies and procedures to ensure efficient management of the District.

B. The Secretary

1. The Secretary is to keep adequate minutes of all meetings and have them prepared for signature by the Chairman and Secretary at the following regular meeting.
2. The Secretary is responsible for correspondence as directed by the Board and the Manager.

ADOPTED AND APPROVED this 18 day of September, 2018 by the Westland Irrigation District Board of Directors.

  
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Board Chairman, Bob Levy

  
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Office Manager, Tamara Sherer