

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

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### Amendments/Changes:

Date:	Version	Changes Made	Status	End Date
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# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

## SECTION I – DISTRICT AREA

- I-A INCORPORATION OF DISTRICT.** As evidenced by certification of the Secretary of State of the State of Montana dated September 30, 1974, the Sun Prairie County Water District (the District) has been duly incorporated under the laws of the State of Montana. The Sun Prairie County Water District is a non-profit organization created solely for the purpose of providing drinking water and irrigation service to the Sun Prairie Estates community. Fees paid by the District members for these water or irrigation services shall be used only for the operation and maintenance of their respective systems.
- I-B BOUNDARIES OF SERVICE.** The District shall not supply services to any land other than described as follows: Section 32, T21N, R2E, M.P.M; less the portion of the SW1/4 SW1/4 that lies south of the Sun River; plus the Annexation of a portion of land within the SW1/4 SW 1/4, Section 33 that lies north of the Sun River and the SE1/4 NE1/4 Section 31 that Lies north of the Sun River, all located in Cascade County, Montana. No member shall provide water to anyone not connected to the system or to a member in the system whose water has been shut off for nonpayment. The District shall not provide irrigation services to any property with frontage on the Sun River as those properties were granted individual irrigation water rights separate from the District.

## **SECTION II – BOARD OF DIRECTORS**

- II-A BOARD COMPOSITION.**  
The Board of Directors shall consist of five members duly elected pursuant to Montana Code Annotated (MCA) 7-13-2232.
- II-B QUALIFICATIONS OF DIRECTORS**  
Any Director so elected or appointed shall be an owner of real property within the District or a resident therein MCA, 7-13-2233.
- II-C TERMS OF OFFICE**  
All Directors, elected or appointed, shall hold office until the election and qualification or appointment and qualification of their successors.

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

Except as otherwise provided, the term of office of Directors shall be four years.

In Districts requiring the election of five Directors, three of the initial Directors shall serve for a term of 2 years and two of the initial Directors shall serve for a term of four years.

Directors elected at the first regular election under the code shall serve as follows:

1. In the District, three Directors shall serve for a term of 2 years and two for a term of 4 years.
2. At their first meeting, the Directors shall determine by lot which of them shall serve the term or terms less than 4 years. Every term thereafter shall be for a period of 4 years.

The first regular election of the District shall be held in the next odd-numbered year (date determined by statute) following the formation of the District per MCA, 7-13-2234. Elected Directors will swear their oath, and take office effective June 1<sup>st</sup> of that year.

## **ELECTION OF DIRECTORS.**

Election of the Board of Directors of the District shall be in accordance with the Election Laws of the State of Montana as at present constituted or may be hereafter revised, specifically as directed under MCA, 7-13-2222, County Water and/or Sewer Districts.

MCA 7-13-2222, refers to MCA 13-1-501, which is the MCA for conduct of elections for Special Purpose District Elections. Refer to these MCA's (13-1-501 to 13-1-506) for further guidance.

The Board of Directors shall carry out their duties required for a minimal stipend established by law under MCA, 7-13-2273.

## **II-E ADVISORY AND COMMITTEE BOARD MEMBERS**

The Board of Directors may appoint advisory Board members to participate in the capacity of advisory members to the Board. Their position may consist of, but not limited to, assisting the Board, research resources for grant applications, and general people's perspective and insight of the overall project. They would advise the Board but have no voting authority.

The President, with the consent of the majority of the Board members, may appoint committees to research and compile information on business that may come before the Board.



# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

## **II-F RECALL OF DIRECTORS**

Every incumbent of the elective office of Director, whether elected by popular vote for full term or elected by the Board to fill a vacancy, is subject to recall by the electors of the District MCA, 7-13-2261.

## **II-G BOARD VACANCIES**

Any vacancy (Appointment), on the Board of Directors whether the vacant office is elective or appointive, shall be filled by majority vote of the remaining Directors MCA, 7-13-2262.

A vacancy must be determined in accordance with MCA, 7-13-2263.

A vacancy shall be created by the incumbent's ceasing to discharge the duty of the incumbent's office for the period of three consecutive months, except when prevented by sickness, when absent from the state by permission of the legislature, or as provided in 10-1-1008. The Director so elected shall complete the term for vacancy filled and, thereafter, shall be subject to the same elective procedures as all Directors.

## **II-H BOARD PRESIDENT**

The Board shall choose one of its members as president who shall then preside over all regular meetings and special meetings MCA, 7-13-2271.

The president shall sign all contracts upon the authority of the Board on behalf of the District and perform such other duties as may be imposed by the Board MCA, 7-13-2272.

A vice president may be chosen by the Board to conduct meetings in the absence of the president.

## **II-I BOARD MEMBER'S CONDUCT**

Members of the Board of Directors, ex-officio members, advisors to the Board, chief executive officers, administrative staff members, employees, volunteers, and staff members with administrative responsibilities shall exercise the utmost good faith in all transactions touching upon their duties to the District.

They shall not use their positions or knowledge gained there from, so that a conflict of interest might arise between the interest of the District and that of the individual. A full disclosure of all facts pertaining to any transaction that is subject to any doubt concerning the possible existence of a conflict of interest shall be made to the chairman of the Board of Directors before consummating the transaction.

A conflict of interest can be considered to exist in any instance where the actions or activities of an individual on behalf of the District also involves the obtaining of an improper gain or advantage, or an adverse effect on the District's interest. Examples of such actions or activities are:

## SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

1. Outside interests:

- a. To hold, directly or indirectly, a position or a material financial interest in any outside concern from which the individual has reason to believe the District secures goods or services (including the services of buying and selling stocks, bonds, or other securities) or that provides services competitive with the District.
- b. To compete, directly or indirectly with the District, in the purchase or sale of property or property rights, interests or services.

2. Outside Activities:

To render direct, managerial or consultative services to any concern that does business with or competes with, the services of the District, or to render other services in competition with the District.

3. Gifts, gratuities, and Entertainment:

To accept gifts, entertainment, or other favors from any outside concern that does, or is seeking to do business with or is a competitor of the District under circumstances from which it might be inferred that such action was intended to influence, or possibly would influence the individual in the performance of his/her duties. The acceptance of personal gifts from individuals or firms doing business with the District is not considered acceptable professional conduct.

4. Insider Information:

To disclose or use information relating to the District's business for the personal profit or advantage of the individual or his/her immediate family.

The Directors shall be responsible to the District's members for their actions in conducting the District's business. Any allegations against any Director shall be filed in writing to the Board twenty (20) days in advance of the District's regular scheduled meeting. Any action found to be detrimental to the District's business by a Director and members, shall cause immediate expulsion of the responsible Director.

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

## **II-J INDIVIDUAL BOARD MEMBER AUTHORITY**

Individual Board members do not have the authority to interfere with the daily operations or in the duties of the administrative personnel without the express consent of the Board and at no time shall act on behalf of the Board or the District without the proper authority.

No Board member shall enter into any agreement on behalf of the District without the approval of a majority of the Board.

No Board member can or shall make any decisions unilaterally in the name of the District. All decisions should be made in the proper conduct of Board business.

No Board member shall make promises and commitments about system operations before the questions are fully discussed at meetings of the Board and before that particular Board member is authorized to make such promises and commitments on behalf of the District.

No Board member shall assume authority in operational matters when the Board is not in session.

**AUTHORITY OF DIRECTORS.** Elected Directors shall be authorized to conduct the business of the District within the laws of Montana and regulations of the Montana Department of Public Health and Human Services.

1. The Board shall establish written Rules and Regulations allowed by law to orderly manage the business of operating the drinking and irrigation water systems.
2. The Rules and Regulations shall be made available to all members of the District. Once published, it shall be the responsibility of the members to obtain the By Laws and the Rules and Regulations.
3. Members of the District shall be responsible for complying with all Rules and Regulations established by the Board.
4. Any regulatory provision established at a meeting of the Board of Directors shall be carried in the Minutes and shall be valid therein for no more than six months. To be valid for more than six months, regulatory provisions must be incorporated into the Rules and Regulations and republished as such.
5. The Board shall have the authority to cause certain improvements, construct, update, revise, replace, repair, and maintain all facilities of the systems, and shall collect reasonable rates, fees,

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

tolls, rents, and charges for services afforded by the District in amounts adequate and sufficient to provide income to operate and maintain the drinking and irrigation systems.

## **SECTION III – BOARD RESPONSIBILITIES**

### **III-A CONDUCT OF DISTRICT BUSINESS**

All sessions of the Board, whether regular business or special, shall be open to the public. Regular meetings shall be scheduled for the third Monday of each month.

A majority of the Board shall constitute a quorum for the transaction of business MCA, 7-13-2274.

The Board shall act only by ordinance or resolution MCA, 7-13-2274.

The ayes and nays shall be taken upon passage of all ordinance or resolutions and entered upon the Board minutes. No ordinance or resolution shall be passed or become effective without the affirmative votes of at least a majority of the total members of the Board MCA, 7-13-2275.

The enacting clause of all ordinances passed by the Board shall be in these words: "Be it ordained by the Board of Directors of Sun Prairie County Water District as follows:" MCA, 7-13-2275.

All resolutions and ordinances shall be signed by the president of the Board and attested by the secretary MCA, 7-13-2275.

Ordinances may be passed, disapproved, and/or vetoed by the electors of the District by proceeding in accordance with the methods provided by the general laws in the state for protesting against legislation by cities and towns MCA, 7-13-2276.

All ordinances and resolutions shall be sequentially numbered and identified to provide the District with adequate recording and access to same.

### **III-B APPOINTMENT OF ADMINISTRATIVE PERSONNEL AND OPERATIONAL STAFF**

The Board shall appoint a water operator/general water manager and a secretary/auditor (bookkeeper). No Director shall be eligible to be employed as the manager or secretary/auditor MCA, 7-13-2277.

The secretary/auditor (book keeper) and water operator/general water manager are part-time positions, work at the pleasure of the Board, and shall be paid a monthly salary determined by the Board MCA, 7-13-2277.



# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

The secretary and auditor/bookkeeper may be one and the same.

The administrative personnel shall have such authority and perform such duties as outlined in MCA 7-13-2278 and further details in the particular position descriptions included in the Policies and Procedures Manual.

All Administrative personnel shall be bonded in limits determined by the Board and the expense of same shall be an expense of the District MCA, 7-13-2279. The general water manager, secretary/book keeper must be bonded.

### **III-C RESPONSIBILITY TO ESTABLISH DISTRICT POLICY**

The Board shall be responsible for the establishing of District policy and plans. These policies and plans are for the long term health of the District and to ensure that the District continues to carry out its assigned objectives.

The responsibility for carrying out the established policies and plans relative to the District as a whole rests with the general manager and secretary/bookkeeper while ensuring that the District remain in compliance with all state and local laws.

### **III-D FINANCE OF THE DISTRICT**

The finance of the District shall be conducted in compliance with the MCA and shall be specifically addressed in these policies. All Board conduct is governed by the MCA.

### **III-E ESTABLISHMENT OF CHARGES OF SERVICES**

The Board of Directors shall fix all rates and shall, through the secretary/ book keeper, collect the charges as detailed in Title 7, Chapter 13 Part 2301 (1) through (6).

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

## SECTION IV – BOARD MEETINGS

### IV-A CONDUCT OF BOARD MEETINGS

The Board shall meet on the third Monday of each month, at 7:00p.m. at the place designated by the Board and posted in the Public Notice. The Board may cancel monthly meetings but shall be required to meet, at minimum, on a quarterly basis. Special meetings may be called by the President or by majority of the Board members.

The Board meetings shall be conducted according to Roberts Rules of Order unless there is a conflict under Montana statutes in which case Montana law shall be followed.

All meetings are open to the public.

The secretary shall prepare written Minutes of the meetings and shall keep them permanently on file.

Notice of Board meetings shall be given/published as provided by law.

The Minutes of the meetings, once approved, shall be posted for all members to read, and sent to the County Recorder for recording.

### IV-B ORDER OF BUSINESS

The president shall call the meeting to order and call for the reading and approval of the minutes, financial reports (if applicable), committee reports, and old business.

Unless otherwise determined by the President, the order of business of the Board shall be:

1. Call to order & Pledge of Allegiance
2. Poll of Attendance
3. Approval of the Minutes
4. Public Comment (limited to five minutes per person-unless allowed more by the President)
5. Old Business
6. New Business:
  - a. Water Operator's reports
  - b. Secretary/Treasurer's reports
  - c. President's reports
7. Bills to be Paid
8. Correspondence
9. Adjournment and tentative next meeting announcement

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

## **IV-C NEW BUSINESS**

New business shall be conducted as follows:

1. The president shall introduce the agenda items for the Board consideration
2. Any written testimony shall be reviewed by the Board
3. Public Testimony may be limited to three minutes per individual at the discretion of the President.
4. Closing comments by advisory staff, etc., may be limited to three minutes by President.
5. Public testimony closed for Board consideration and decisions.
6. Board reserves the right to expel any person or persons from the meeting deemed to be disruptive to the orderly conduct of business.

## **IV-D PUBLIC TESTIMONY**

Public testimony shall be conducted in the following fashion:

1. Order of public testimony shall be conducted by the President
2. Board shall receive public testimony in the order given: Proponents, opponents, proponent's rebuttal, opponent's rebuttal
3. All public testimony shall identify themselves and address the Board
4. All statements, comments and questions shall be addressed to the President
5. There shall be no 'out of order' comments without proper procedures through the President

## **IV-E SPECIAL MEETINGS**

Special meetings, like regularly scheduled meetings, shall be posted (or published) to comply with MCA 2-3-103.

## **SECTION V – ADMINISTRATION**

### **V-A RECORDS AND REPORTS**

The Board shall cause proper and adequate books and records to be kept showing complete and correct entries of all receipts, disbursements, and other transactions relating to the District, in accordance with generally accepted accounting practices and principles. According to the State law, the District's books can be periodically audited. These audit reports shall be distributed to Members upon request. Additional information shall be furnished by the Board upon request.

## SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

The Board, from time to time, may require such reports of the secretary/bookkeeper and the water operator as necessary to keep properly informed on the operational matters. These reports should be adequately reflected in the minutes of the Board meetings.

**LIABILITY INSURANCE AND SURETY BONDS.** The District shall carry insurance against liability of the District, Directors, and its employees for damage to persons and property resulting from operation of the system and/or equipment in amounts not less than \$300,000 for single limit coverage and \$100,000 for property damage in any one accident. Such bond shall be in the penal sum of \$20,000 or such greater amount as may from time to time be sufficient to cover checking and savings accounts.

**PROPERTY INSURANCE.** The District shall cause all buildings, properties, fixtures, and equipment constituting a part of the system to be kept insured in such amounts as are ordinarily carried against loss or damage by fire, explosion and such hazards and risks as are ordinarily insured against by public utilities owning and operating properties of a similar character and size in amount large enough to adequately repair, replace, and reconstruct damaged or destroyed property. If for any reason insurance proceeds are insufficient for repair of insured property, the Directors shall supply the deficiency from the revenues at hand or assess the property owners of the District in amounts adequate to cover the loss or damage.

### **V-B ACCESS TO INFORMATION**

Each Board member has privilege of open access to all District information. This includes all system records, reports and mail including correspondence with customers and regulatory agencies.

This access is obtained through specific request of the District secretary/bookkeeper. The request need not be formal but should be reasonable. Additionally, the balance of the Board Members may be informed of said request.

### **V-C AMENDMENTS OF THE BY LAWS**

The Board from time to time may amend, change, delete, or add to these BYLAWS without the consent of the District members as long as such changes are in the interest of the District and notice of proposed amendments/changes are given to each member in writing at least two (2) weeks prior to said meeting.



# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

Any District member not abiding by the BYLAWS or established Rules and Regulations, may be subject to water shut-off.

A review of the BYLAWS shall be done annually and changed if necessary.

## **SECTION VI – OPERATIONS**

### **VI-A DISTRICT OPERATIONS**

Each Board member has the right to expect prompt notification about certain actions by an operator or by other Board members. This usually does not include the routine aspects of daily operations. The right of notification refers to any unusual, significant or prohibited aspects of system operation or Board member conduct.

Notification shall occur promptly either by verbal or written means by the Board President.

### **VI-B PERSONNEL**

Other than the elected or appointed Board of Directors, the District shall have two part-time appointed non-voting staff members:

- a. one shall be hired and designated as a secretary/book keeper;
- b. The other shall be the primary water operator/general water manager.

The hours of employment and job descriptions for each position shall be elaborated on under separate documents in their job descriptions.

### **VI-C ADMINISTRATIVE RECORDS, BUDGETS, AND REPORTS**

The secretary/book keeper is the day to day administrative conduit between the public, members, the President and the Board. They shall inform the President of any out of normal operations or notifications that might need immediate attention.

The secretary/book keeper shall be responsible to the Board President and the Board for accurate, up to date reports and budgeting records. Additionally, they may be requested to provide some reports separately of the day to day operations, in order to better attend to unexpected issues that arise from time to time.

# SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS

## **VI-D WATER MANAGEMENT**

Primary responsibilities of day to day operations and management of the drinking water operations shall be done by the water operator/general water manager. All operations shall be conducted within the standards set by Law and regulations required by DEQ. The general water manager shall inform the Board President of all activities out of routine operations.

Weekend water checks shall be rotated monthly to the Directors, with each Director checking the water on a Saturday/Sunday. Any abnormal readings shall be immediately be referred to the water operator/general water manager and the President of the Board.

## **VI-E IRRIGATION MANAGEMENT**

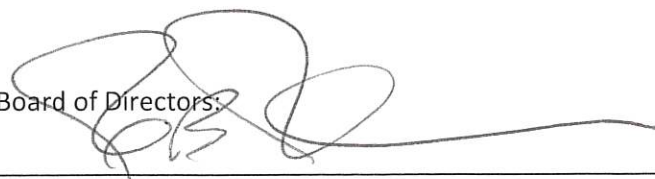
Primary responsibilities of day to day operations and management of the irrigation water operations shall be done by the water operator/general water manager. All operations shall be conducted within the standards set by the District water Rights and Montana Law. The general water manager shall inform the Board President of all activities out of routine operations.

Weekend activation of irrigation pump(s) shall be rotated monthly to the Directors, with each Director checking the water on a Saturday/Sunday. This shall be scheduled on the same weekend as the checks. Any faulty problems shall be immediately be referred to the water operator/general water manager and the President of the Board.

## **ADOPTION**

The foregoing Bylaws were duly introduced before the Board of Directors on the 2nd Day of October, 2023, public comment was made and the same were adopted on this 2nd day of October, 2023

Board of Directors:

  
\_\_\_\_\_, President

  
\_\_\_\_\_, Vice President

**SUN PRAIRIE COUNTY WATER DISTRICT BYLAWS**

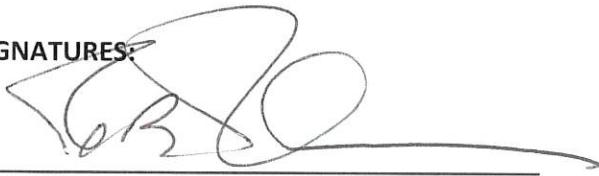
Stona Olson, Member

Alan Janitz, Member

Dennis Schube, Member

**EFFECTIVE DATE.** This resolution shall be in full force and effect from and after its passage.

**SIGNATURES:**



**Board President:**

10-2-2023

**Date:**



**Witness Attesting:**

10/2/2023

**Date:**

